



LEGAL SERVICES AGREEMENT

This is an agreement between Webb County, hereinafter referred to as "Client," and Walsh Gallegos Treviño Kyle & Robinson P. C., Attorneys at Law, hereinafter referred to as "Law Firm," for legal representation. Client, acting by and through the authorized Representative or Employee whose signature appears below, hereby retains Law Firm to provide the following legal services:

Services as needed to conduct investigations upon request, including presenting a report to designated County officials.

This Agreement is to exist until revoked in writing by either Party, or revised and signed by both Parties. Client employs Law Firm to handle legal matters on the following terms and conditions:

1. Client agrees to pay Law Firm at the following rates: \$135 per hour for paralegal and law clerk time; \$335 per hour for shareholders; \$315 per hour for associates licensed over 2 years; \$275 per hour for associates licensed one to two years; and \$250 per hour for associates licensed less than one year.
2. Client agrees to reimburse Law Firm for expenses advanced by Law Firm on Client's behalf in connection with this matter, including travel expenses, long distance telephone and facsimile charges, copying charges, certified mail charges, courier charges, and expert witness fees.
3. Client will be mailed a statement each month itemizing work performed and expenses incurred during the billing period by Law Firm. Client agrees to pay the balance due upon receipt of monthly billings by Law Firm to Client. Client's failure to pay within 30 days will be grounds for termination of this agreement by Law Firm.
4. Client empowers Law Firm to do all things that Client could do in its own right in handling legal matters in its behalf. Law Firm is also empowered to use and employ such other third party person(s) and/or entities that Law Firm deems necessary for

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MARGIE RAMIREZ IBARRA
COUNTY CLERK WEBB COUNTY TEXAS
BY Michelligencia DEPUTY

the proper handling of this matter, but shall do so only after obtaining Client's approval of such employment.

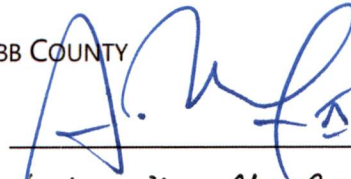
5. This Agreement establishes a limited attorney-client relationship only between Law Firm and Client. This Agreement does not impose any duty upon Law Firm to provide advice or work to Client regarding other legal matters absent a request for such advice or work on a matter by Client. Law Firm and Client acknowledge and represent that this Agreement does not establish an attorney-client relationship between Law Firm and any individual Representative, Agent or Employee of Client. If a lawsuit or other adversarial matter is brought against Client and/or any Employee of Client, Law Firm shall require the execution of one or more separate Letters of Engagement signed by all parties prior to undertaking an attorney-client relationship in those additional matters.
6. Compliance with Texas Government Code Chapter 2271: Pursuant to Texas Government Code Chapter 2271, as amended, the Law Firm verifies that it does not boycott Israel and will not boycott Israel during the term of this Agreement.
7. Compliance with Texas Government Code Chapter 2252: Pursuant to Texas Government Code Chapter 2252, as amended, the Law Firm verifies that it is not engaged in business with Iran, Sudan, or a foreign terrorist organization, as prohibited by Section 2252.152.
8. Compliance with Texas Government Code Chapter 2274 and 809: Pursuant to Texas Government Code Chapters 2274 and 809, as amended, the Law Firm verifies that it does not boycott energy companies and will not boycott energy companies during the term of this Agreement.
9. Compliance with Texas Government Code Chapter 2274: Pursuant to Texas Government Code Chapter 2274, as amended, the Law Firm verifies that it does not discriminate against firearm entities or firearm trade associations and will not discriminate against firearm entities or firearm trade associations during the term of this Agreement.
10. Under rules of the Texas Supreme Court and the State Bar of Texas, we advise our clients of the contents of the Texas Lawyer's Creed, a copy of which is enclosed. In addition, we advise clients that the State Bar of Texas investigates and prosecutes complaints of professional misconduct against attorneys licensed in Texas. A brochure entitled Attorney Complaint Information is available at all of our offices and is likewise available upon request. A client that has any questions about the

State Bar's disciplinary process should call the Office of the General Counsel of the State Bar of Texas at 1-800-932-1900 (toll free).

11. Conclusion of Representation. Our relationship with you will be concluded when we have completed our agreed-upon services. In addition, and without limiting the preceding sentence, in the event we have performed no work for you or on your behalf for six consecutive months, you agree that this Agreement will be considered terminated.

WEBB COUNTY

By: _____



Lalo Uribe, Chief Executive Admin.

Printed Name and Title

Date: _____

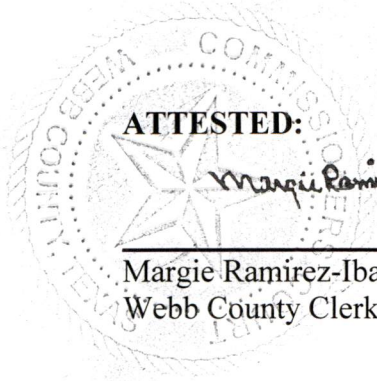
August 28, 2023

By: _____



Tony Resendez, Attorney/Shareholder

Date: August 23, 2023



ATTESTED:

Margie Ramirez-Ibarra KC.

Margie Ramirez-Ibarra
Webb County Clerk

APPROVED AS TO FORM:

Jorge L. Treviño

Jorge L. Treviño
Assistant General Counsel
Civil Legal Division

The General Counsel, Civil Legal Division's Office may only advise or approve contracts or legal documents on behalf of its clients. It may not advise or approve a contract or legal document on behalf of other parties. Our review of this document was conducted solely from the legal perspective of our client. Our approval of this document was offered solely for the benefit of our client. Other parties should not rely on this approval, and should seek review and approval of their own respective attorney(s).



WALSH GALLEGOS
TREVIÑO KYLE & ROBINSON P.C.

OVERVIEW OF THE FIRM

Partnership is Our Approach

Since inception in 1983, Walsh Gallegos has represented governmental entities. We have established long-term relationships with our client partners. Our successful approach involves active collaboration to provide timely counsel and reliable advice on critical legal issues. By working with and educating our clients, our attorneys minimize legal conflicts that might otherwise drain financial resources — and distract from the important work of providing reliable and economical services to the community.

Advocacy is our Talent

We are honored to serve as trusted advocates for over 500 governmental entities in Texas and New Mexico. We have a proven track record at the courthouse. When an aggressive stance is required, Walsh Gallegos lawyers have provided strong advocacy for our clients.

What Clients Can Expect

As a client, this is what you can expect from us:

We are available when you need us. We understand first-hand that you work long and hard. Rely on Walsh Gallegos to be available to you for assistance at any time. We give you answers you need, when you need them, from attorneys who know government law inside and out. Our experience means we do not have to “reinvent the wheel” each time you call — and we pass the savings of time and legal fees on to you.

We are client focused Our attorneys are helpful and down-to-earth. We are adept at digesting complex legal issues and presenting them in a manner that helps you understand the law so you can hit the ground running. You can expect practical, straight-forward counsel.

We are innovators in the delivery of law. From precedent-setting wins in the courtroom and on appeal to our establishment of client extranets for the easy and secure exchange of documents, we bring current knowledge, innovation, and cutting-edge technology to our clients.

Firm's Principal Office:

Walsh Gallegos' principal office is located in the Centennial Towers Building, at 505 East Huntland Drive, Suite 600, Austin, Texas 78752.

Firm Offices:

Walsh Gallegos has a statewide presence in Texas with strategically located and well-established offices in Austin, Amarillo, Houston, Irving, the Rio Grande Valley, and San Antonio. We also proudly serve clients in New Mexico, from our office in Albuquerque.

San Antonio Office Oak Park 1020 N.E. Loop 410 Suite 450 San Antonio, Texas 78209	210-979-6633 (Phone) 210-979-7024 (Fax)	12 Shareholders 3 Associates
Austin Office – Principal Office Centennial Towers 505 E. Huntland Drive Suite 600 Austin, Texas 78752	512-454-6864 (Phone) 512-467-9318 (Fax)	12 Shareholders 5 Associates
Amarillo Office 6900 I-40 W, Suite 195 Amarillo, Texas 79106	806-310-7150 (Phone) 806-223-1256 (Fax)	2 Associates
Houston Office Millennium Tower 10375 Richmond Avenue Suite 1357 Houston, Texas 77042	713-789-6864 (Phone) 713-789-9318 (Fax)	2 Shareholders 5 Associates
Irving Office Crestview Towers 105 Decker Court Suite 700 Irving, Texas 75062	214-574-8800 (Phone) 214-574-8801 (Fax)	4 Shareholders 7 Associates

Rio Grande Valley Office Texas Regional Bank Building 6770 W. Expressway 83 Suite 301 Harlingen, Texas 78552	956-647-5122 (Phone) 956-647-5421 (Fax)	1 Shareholder 3 Associates
Albuquerque Office 500 Marquette Ave. N.W. Suite 1310 Albuquerque, New Mexico 87102	505-243-6864 (Phone) 505-843-9318 (Fax)	3 Shareholders 3 Associates

Communication, Availability and Accessibility:

Client designees may seek advice and counsel via the firm's local and toll-free telephone numbers and will have telephone access to attorneys after normal business hours. E-mail access is available at any time. All firm offices are connected via e-mail, telephone, and video conferencing equipment. Our attorneys and staff also utilize Zoom to connect quickly and easily with our clients. We are available at all times for our clients.

The firm's website (www.WalshGallegos.com) is available for reference and information as well as providing an e-mail link to individual attorneys and to the Austin office for inquiries.

Process for Incoming Requests:

We work with our clients to reach agreement on the process to use for accepting new assignments. To best serve our clients, we appreciate being given some direction regarding who is authorized to request legal services. This protects the client and ensures that we are giving legal advice to persons authorized to receive it.

Technology:

Walsh Gallegos uses its technology resources to enhance and improve the delivery of our legal services. We provide secure extranet sites for our clients on a matter level to facilitate the transfer of documents between the firm, client, outside consultants and opposing counsel. We have a dedicated in-house IT staff that works closely with our attorneys and paralegals on data intensive files in the following areas:

- Mass File/Format Conversions
- PIA Requests
- Capturing information/evidence from social media sources
- Capturing information/evidence from metadata contained in files and documents
- Video Redaction

- Audio Enhancement

LEGAL SERVICES PROVIDED

EMPLOYMENT

- Reductions in Force
- Employee benefits and leave issues
- Employment contracts
- Terminations and discharges
- Grievances
- Investigating complaints of misconduct
- Sexual harassment
- Avoiding claims of discrimination and retaliation
- Fair Labor Standards Act

BUSINESS

- Construction
- University liability
- Transportation
- Purchasing issues
- Real estate/utilities transactions
- Municipal planning/interlocal agreements
- Payment and performance bonds
- Detachment and annexation of university property
- Contracts
- Intellectual property

GOVERNANCE

- Open Meetings Act
- Public Records Act
- Board member ethics
- Board member liability
- Parliamentary procedure
- Policy revisions

LITIGATION

- Contested cases and administrative proceedings at state and federal agencies such as Equal Employment Opportunity Commission (EEOC), and Office for Civil Rights (OCR)
- Litigation and appeals in all state and federal courts up to and including the U.S. Supreme Court

REGULATORY MATTERS

- Construction and architectural issues
- Americans with Disabilities Act compliance
- Municipal planning, zoning and environmental ordinances
- Air and water pollution
- Worker's Compensation
- Communication systems
- Governmental licenses and easements
- Federal Department of Education matters

Our extensive experience has produced positive outcomes for our clients in general, as evidenced by numerous cases that have become the statewide standard in these areas of law. Webb County will have a strong advocate fighting on its behalf.

Employment Law:

- Provide clear, concise written opinion letters, as requested, confirming legal advice to County officials.
- Review and assist in drafting employment policies and employee handbooks.
- Advise and assist County officials preparing documentation of employee deficiencies and directives.
- Review documentation by County officials of employee deficiencies and/or failure to comply with directives prior to their making employment recommendations to administration for adverse employment actions against affected employees.
- Conduct investigations and provide Investigative Reports to charges of serious employee misconduct involving (as examples) sexual harassment of students or staff, theft, or drug dealing/use at work.
- Assist and advise County officials with wage and overtime matters.
- Draft employment due process notice letters for matters that go to a hearing.
- Prepare witnesses for hearings and other actions.
- Present the County's case, and/or act as hearing officer/advisor to hearing panels during grievances, hearings, and conferences, upon request.
- Assist in drafting opinions and decisions of hearing boards.
- Represent the County before state and federal agencies such as the State Human Rights Division, the Office for Civil Rights, the Justice Department, and the Equal Employment Opportunities Commission.
- Represent the County in defending employment cases initiated in, or appealed to, state and/or federal courts.
- Advise and assist County officials in Title IX complaints and investigations.

Investigations:

Walsh Gallegos attorneys have assisted clients with numerous investigations and can do the same for Webb County. Examples of the work that we regularly do include:

- Conduct investigations and provide investigative reports to charges of serious employee misconduct involving (as examples) sexual harassment of students or staff, theft, or drug dealing/use in the workplace.
- Consult in person with County officials regarding investigative issues.
- Attend meetings to advise on investigative issues, as directed.
- Provide clear, concise, written reports, as requested, regarding investigations performed by the firm to County officials.
- Provide preventative law training for County officials or other designated employees on conducting investigations.
- Provide such other legal services as directed by County officials.

Real Estate:

Walsh Gallegos will provide legal advice and training to County officials and any other designated employees on all real estate matters including title; licenses, leases, zoning issues; eminent domain proceedings; and environmental matters and joint development issues on an as needed basis. Examples of the types of real estate work our attorneys can do for Webb County include:

- Advise the administration and Board on legally mandated procedures for purchasing or selling real estate.
- Review and/or draft leases for County property that is leased to individuals or entities.
- Advise the County officials on land easement and land use issues relating to use of County property.
- Defend the County's interests in any detachment/annexation action that has potential impact to the work of the County.
- Represent Webb County in state or federal litigation challenges to County real property leases, sales, or purchases.

Procurement:

Walsh Gallegos will provide legal advice and training to County officials and any other designated employees on all procurement matters on an as needed basis. Examples of the types of procurement work our attorneys can do for Webb County include:

- Advise County officials regarding statutory requirements for competitively procured purchases of personal property.
- Assist in reviewing and/or drafting procurement specifications, requests for proposals, and agreements between the County and its suppliers.
- Advise on awarding contracts and defending Webb County in litigation challenging awards.
- Advise County officials on statutory borrowing procedures and limits.
- Assist in negotiating, reviewing and drafting financing agreements.
- Assist in procurement of professional services and contract negotiation.
- Provide advice or assistance on other competitive procurement legal issues as directed.

Construction:

Walsh Gallegos will provide legal advice and training to County officials and any other designated employees on all construction law matters including acquisition and sale of real property, performance bond issues, insurance defense, products & professional liability, negligence, premises and any other construction legal representation an as needed basis.

Examples of the types of construction law work our attorneys can do for Webb County include:

- Advise County officials regarding the statutory requirements related to construction and design issues.
- Assist in negotiating contracts and agreements between Webb County and its engineers, architects, other design professionals, and contractors relating to construction projects.
- Advise on revisions to standard AIA forms to best protect Webb County in construction projects.
- Advise County officials on easement and land use issues relating to use of County property.
- Represent Webb County in state or federal litigation involving recovery of damages for construction defects, design failings, and other challenges related to architect or contractor performance issues.

Litigation:

When litigation becomes necessary, Webb County will have strong advocates. Our extensive trial and appellate experience is evidenced by numerous cases that have become the statewide standard for successfully handling issues that are important to governmental entities. Our litigation attorneys are experienced with the local courts in Webb County, and the surrounding area. Our attorneys are also licensed to practice in all Federal Courts in Texas.

Walsh Gallegos attorneys in the firm also have significant experience in the area of general insurance defense litigation and are successful in working within the litigation guidelines required by risk pools and insurance companies.

We are aware of the budget constraints under which governmental entities operate. We make every attempt to resolve litigation by way of pretrial motions, and we enjoy a superior success record in both state and federal courts. Furthermore, our trial and appellate experience helps insure that our favorable judgments are not reversed on appeal.

Examples of the types of litigation work our attorneys can do for Webb County include:

- Defend Webb County in State or Federal litigation involving employment issues.
- Defend Webb County in Federal Court litigation involving civil rights issues such as freedom of expression, search and seizure policies, freedom of religion matters, or any other civil rights issues.
- Defend Webb County in Federal Court litigation involving the Americans with Disabilities Act, Section 1983, or Title IX.
- Defend Webb County in litigation challenging procurement awards.
- Represent Webb County in state and federal litigation involving recovery of damages for construction defects, design failings, and other challenges related to construction defects and architect or contractor performance issues, as well as other vendor performance issues.
- Represent Webb County in state and federal litigation challenges to County real property leases, sales, or purchases.

- Advise and represent County officials in any other commercial litigation matters as directed.

FEE STRUCTURE

Hourly Rates:

Walsh Gallegos seeks to minimize the costs of legal representation while providing the highest quality legal services expected by our clients. Our collective expertise enables us to provide cost-efficient legal advice.

Our current hourly rates for all services are listed below.

- \$335/hour Shareholders
- \$315/hour Associates licensed over two years
- \$275/hour Associates licensed one to two years
- \$250/hour Associates licensed less than one year
- \$135/hour Law Clerks & Paralegals

Time Increment Used for Billing:

Attorney and paralegal time is billed in tenth-of-an-hour increments. Detailed statements are mailed on the first of each month.

Pricing for Inservice Training:

Our current standard rates for trainings are:

- \$4,250 plus expenses per attorney for a full day
- \$3,000 plus expenses per attorney for a half day

Expenses:

- Photocopies: \$.15/copy
- Automobile Mileage: Based on the IRS-approved reimbursable rate (currently \$0.65/mile)
- Travel expenses, such as airfare, hotel or taxi: actual charge. The costs of airfare submitted for payment will be coach fares only.
- Telephone: No charge for local calls. The firm recaptures charges for long distance calls.
- Telecopy/fax: \$0.50/page
- Electronic legal research such as Westlaw: Actual charge from Westlaw

- Postage/delivery charges: No charge for first class postage. The firm recaptures the actual charge for certified mail, local courier service, and overnight delivery service such as Federal Express.
- Other out-of-pocket expenses such as filing fees or fees charged by a court reporter, consultant or expert witness.