

RESOLUTION NO. 2005-06-02

A RESOLUTION OF THE CITY OF WESTON APPROVING THE LEGAL SERVICES AGREEMENT WITH THE LAW OFFICES OF CLAY E. CRAWFORD, P.C. AS SPECIAL COUNSEL TO THE CITY OF WESTON, AUTHORIZING THE MAYOR TO EXECUTE THE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City of Weston, Texas is a Type A general-law municipality located in Collin County, created in accordance with the provisions of Chapter 6 of the Local Government Code and operating pursuant to the enabling legislation of the State of Texas; and

WHEREAS, the City Council has determined that it is necessary and in the best interests of the City of Weston to retain special legal counsel to advise the City in the matters addressed in the proposed legal services agreement; and

WHEREAS, the City Council desires to retain the services of the Law Offices of Clay E. Crawford, P.C. as special counsel to perform the aforementioned services and to authorize the Mayor to execute the proposed legal services agreement.

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WESTON, TEXAS:

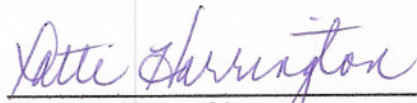
SECTION 1.

That the legal services agreement ("Agreement") with the Law Offices of Clay E. Crawford, P.C. is hereby approved and that the Mayor is authorized to execute the agreement on behalf of the City of Weston. A copy of the Agreement shall be on file with the office of the City Secretary.

SECTION 2. EFFECTIVE DATE

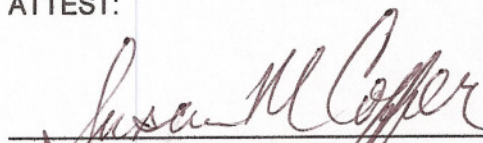
This resolution shall be effective from and after its passage and adoption by the City Council.

RESOLVED AND ENTERED this the 14th day of June 2005.

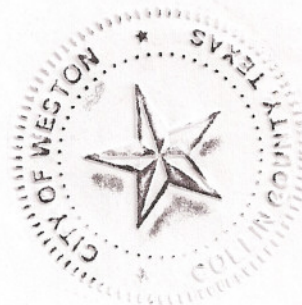


Patti Harrington, Mayor

ATTEST:



Susan M Coffey, City Secretary



Law Offices of
Clay E. Crawford, P.C.

19 Briar Hollow Lane, Suite 245
Houston, Texas 77027
FAX 713.621.3909 713.621.3707
ccrawford@crawlaw.net

3100 McKinnon St., Suite 950
Dallas, Texas 75201
FAX 214.981.9071 214.981.9090

May 31, 2005

Honorable Patti Harrington and
Members of City Council
City of Weston
P.O. Box 248
Weston, Texas 75097

Re: Proposal for Legal Services Relating to Creation and Initial Organization of a Fresh Water Supply District Within the Corporate Limits of the City of Weston to Include the Proposed "Honey Creek" Development

Ladies and Gentlemen:

Pursuant to your request, we are submitting this letter to confirm that the Law Offices of Clay E. Crawford, P.C. has agreed to represent the City of Weston ("City") and provide legal services in connection with the creation of a fresh water supply district ("District") within the corporate limits of the City to include a proposed land development currently know as "Honey Creek" ("Project").

Based upon our discussions to date, we understand that the City has reached certain understandings with representatives of the developer of the Project regarding the nature of the Project, the creation of the District, and the District's role in providing public infrastructure and other public services for the Project. As a result, we anticipate that our legal services may include, not by way of limitation, the following:

- Preparing development agreements, "380 agreement", and tax abatement agreement between the City, developer, and District, as appropriate;
- Preparing, filing, and processing all necessary petitions and supporting documents to secure the consent of the City to the creation of the District, as well as the Resolution or Ordinance consenting to the District's creation;
- Posting notices of the District creation hearing; attending hearing and meeting of Collin County Commissioners Court regarding District creation;

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and prepare Order of Collin County Commissioners Court creating the District and appointing its initial temporary supervisors;

- Preparing, filing, and processing all necessary petitions and supporting documents to secure the creation of the District by the Collin County Commissioners Court;
- Conducting organizational meeting of Board of Supervisors of District;
- Conducting all necessary elections for: the confirmation of the creation of the District and appointment of its initial supervisors; sanitary sewer powers election; road district powers election; fire department election; maintenance tax election; and any special contract tax elections;
- Assisting in formulating and implementing a plan for securing wholesale utility service for the Project; and
- Assisting in formulating and implementing a plan for resolution of Certificate of Convenience and Necessity issues relating to the Project.

Legal services will be performed on a time charge basis at rates commensurate with our charges to similar clients for similar services, and we will submit regular monthly statements for same. Our current billing rate ranges from \$140 to \$280 per hour for attorneys and \$35 to \$100 per hour for legal assistants. In addition to the hourly rates shown above, we shall charge our actual expenses for copies, faxes, long distance telephone charges, and other reasonable out-of-pocket expenses.

For your information, legal fees and expenses paid in connection with the creation and initial operation of the District generally will qualify for reimbursement out of the proceeds of the District's first bond issue under the current rules of the Texas Commission on Environmental Quality.

In the event that you determine, in your sole discretion, to discontinue the legal services described herein, you may do so upon providing ten (10) days advance written notice of same. In such event, we will discontinue the performance of legal services pursuant to this letter agreement. Further, if terminated we would expect to be compensated for all legal services rendered and expenses incurred through the date of such termination.

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It is our hope that subsequent to creation of the District, but at a time and upon conditions mutually acceptable to both the City and the District, the District would retain our firm as general counsel and bond counsel.

If the terms of this letter are satisfactory, please execute the enclosed copy of this letter and return it to us and we will immediately proceed in accordance with the terms contained herein.

We very much appreciate the opportunity to provide you with this proposal for legal services and look forward to working with you regarding same. In the meantime should you have any questions regarding our engagement, please do not hesitate to call on me.

Very truly yours,

LAW OFFICES OF CLAY E. CRAWFORD, P.C.

Clay E. Crawford

Approved and Agreed to:

CITY OF WESTON, TEXAS

By: _____
Title: _____
Date: _____

Law Offices of
Clay E. Crawford, P.C.

4265 San Felipe Street, Suite 1050
Houston, Texas 77027
FAX 713.621.3909 713.621.3707
ccrawford@crawlaw.net

3100 McKinnon St., Suite 950
Dallas, Texas 75201
FAX 214.981.9071 214.981.9090

RESUMÉ

Attorney: Clay E. Crawford

Business Professional:

July 1999 to present - General Counsel for fresh water supply districts and a county development district located in the Dallas Area. Work closely with Board members, civil engineers, financial advisors, and private developers in the management of all aspects of district activities, including district creations; elections; financing; facility construction/acquisition; and operation of water, sewer, and drainage systems. Projects include Lantana, Providence, Savannah, and Paloma Creek. General Counsel to Grand Prairie Metropolitan Utility and Reclamation District, Dallas County, Texas, an 812 acre reclamation district in Grand Prairie, Texas. The District is the site of a multi-faceted entertainment complex currently consisting of Lone Star Race Park (\$103 million) and NextStage Entertainment Center (\$55 million).

June 1996 to July 1999 - Private practice of law relating to real estate acquisitions and development; municipal finance; acquisition and divestiture of investor owned water and sewer utility companies; and securing water, sewer, and drainage facilities in connection with real estate development. Also, consulting regarding the valuation and acquisition of investor owned utilities.

October 1993 - June 1996 - Vice President and Chief Operating Officer of Princeton Meadows Utility Company, Inc., a public sewer utility located within Plainsboro Township, New Jersey. The Company served a population in excess of 16,000 within a franchise area of approximately 12 square miles. The facilities consisted of a 1.5 mgd waste treatment plant, 2 lift stations, and approximately 20 miles of collection lines. For 1996, gross revenues exceeded \$2.5 million. Primary responsibility for all aspects of Company operations, including a \$700,000 capital improvement program. Developed liquidation strategy; originated prospects; and supervised successful execution of sale of Company.

September 1994 - October 1995 - Co-Managing General Partner of Lone Star Jockey Club, Ltd., holder of a Class I horse racetrack permit in Grand Prairie, Texas. The project consists of a 250,000 square foot grandstand, 36,000 square foot simulcast pavilion, and a 1-mile oval track on 318 acres with an estimated construction cost of \$103 million. This is a public/private venture with the City of Grand Prairie, Texas. Co-managed the successful ownership restructure; project concept revision; debt settlement; and project re-capitalization and financing.

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Law Offices of Clay E. Crawford, P.C.
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May 1991 - June 1996 - Member of a team of consultants responsible for debt restructure and settlement, and asset liquidation of a pool of real estate assets owned by the Trammell Crow Family. Primary responsibility for the development and execution of strategies for the liquidation of miscellaneous real estate assets, including 4 private sewer utility systems, 2 systems each with a 200,000 gpd treatment plant, and 2 systems each with a 250,000 gpd plant. Originated prospects and supervised the successful sale/disposition of each system. Assisted in the management of the financial operations of each system.

August 1975 - December 1989 - General Counsel and Bond Counsel for water and sewer districts primarily located in the greater Houston Area. Worked closely with Board members, civil engineers, financial advisors, and private developers in the management of all aspects of district activities, including district creations; elections; financing; facility construction/acquisition; and operation of water, sewer, and drainage systems. General Counsel to an urban renewal agency responsible for redevelopment of approximately 40 acres into a \$15 million world class 400-slip marina in Kemah, Texas. This was a public/private venture with the City of Kemah which ultimately became "Lafitte Landing" and the "Kemah Boardwalk". Also served as Bond Counsel to the Gulf Coast Waste Disposal Authority in connection with the financing of air and water pollution control facilities along the Houston Ship Channel.

Pro Bono:

- Co-General Counsel and Advisory Council Member, Texas Association of Water Board Directors - January 1980-May 1987.
- Director, Utility District Advisory Corporation - May 1987 - December 1989.
- Commissioner, Housing Review Committee, City of Houston, Department of Public Works - August 1986-August 1988.
- Director, Houston Parks Board - January 1989-October 1990.
- Life Member, Houston Chamber of Commerce.
- Former Member, Golden Key Club of Houston Chamber of Commerce.

Education:

- J. D. Bates College of Law, University of Houston, Houston, Texas, 1975.
- B. A. University of Pennsylvania, Philadelphia, Pennsylvania, 1972.
Major: American History and Government
- College Preparatory. St. John's School, Houston, Texas, 1968.

**Professional
Affiliations:**

- Admitted to State Bar of Texas, 1975.
- Houston, Dallas, and American Bar Associations.

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Attorney: Angela M. Stepherson

Business/Professional:

May 2003 to present – Senior Associate with Law Offices of Clay E. Crawford, P.C.

July 2001 - April 2003 - Managed utilities and districts and municipal solid waste legal section of the Texas Commission on Environmental Quality (formerly Texas Natural Resource Conservation Commission) Environmental Law Division. Hired, trained, and supervised staff attorneys in section and coordinated legal support for municipal solid waste and utilities and districts programs. Provided legal advice to agency management and technical staff. Responded to inquiries from citizens and the regulated community. Analyzed proposed legislation, testified at legislative hearings, and responded to legislative inquiries. Participated in significant contested case hearings and oversaw representation of the Executive Director in all utilities, districts, and municipal solid waste hearings. Made oral presentations to the Commission. Participated in rulemaking and oversaw legal work on all utilities, districts, and municipal solid waste rule projects. Assisted Attorney General with agency litigation. Made presentations at various external and agency seminars and taught witness training for agency staff.

November 1993 - June 2001 - Represented the Executive Director of the Texas Natural Resource Conservation Commission in numerous contested case hearings. Worked on utilities, districts, industrial and hazardous waste, air quality, and water rights matters. Attended hearings; prepared staff witnesses; facilitated settlement negotiations; and prepared discovery documents, pleadings, briefs, and orders. Made oral presentations to the Commission concerning contested cases and other matters. Assisted Attorney General with agency litigation. Researched and prepared internal legal opinions and responses to external inquiries. Analyzed proposed legislation, testified at legislative hearings, and responded to legislative inquiries. Served as attorney member of rulemaking teams. Made presentations at seminars and taught witness training for agency staff.

April 1995 - June 2001 – Served as Law Clerk Coordinator. Made hiring recommendations. Trained and supervised division's law clerks and interns.

April 1993 - November 1993- Served as Assistant Attorney General, Opinion Committee -- Open Government Section - Researched, drafted, and reviewed formal Open Records Decisions and numerous informal letter rulings. Provided oral advice on issues arising under the Open Records Act and Open Meetings Act.

September 1990 - May 1992 – Associate in General practice firm. Worked on a variety of litigation and other matters, in such substantive areas as insurance coverage, environmental law, toxic torts, securities, labor, bankruptcy, and tax.

Summer 1989 – Served as Summer Associate at two well respected law firms.

Summer 1988 – Served as Summer Associate at two well respected law firms.

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Summers and Part-time, May 1986 – July 1987 – Library clerk for large well respected law firm.

Education:

- University of Virginia School of Law, Charlottesville, VA, J. D., 1990.
Honors and Activities Order of the Coif
Virginia Law Review, 1988-90
Executive Editor, 1989-90
Hardy Cross Dillard Scholarship (full three-year academic scholarship)
Moot Court Coach
- B. A. Rice University, Houston, Texas, 1987.
Major: Psychology and German, summa cum laude, 1987
Honors and Activities Phi Beta Kappa
Mitchell Fellowship for summer study in Germany
Marching Owl Band

Professional Affiliations:

- Admitted to State Bar of Texas, November 1990.
- Admitted District of Columbia, July 1991 (inactive).
- Member, Executive Committee, State Bar of Texas Environmental and Natural Resources Law Section. Term expires 2004.
- Text Editor, State Bar of Texas Environmental Law Journal. October 2000 to present.
- Board Certified, Administrative Law -- Texas Board of Legal Specialization
- Member Dallas Bar Association.

Attorney: Ross S. Martin

Business/Professional:

August 2002 to present – Associate with Law Offices of Clay E. Crawford, P.C.

August 2001 to August 2002 – Intern, Department of Justice, United States Attorney's Office - Drafted briefs in response to criminal appeals and motions. Researched and drafted motions and pleadings in civil and criminal cases.

Summer 2001 - Reviewed and analyzed litigation documents in preparation for civil trials at midsize Dallas defense firm. Prepared for attorneys summaries and indices outlining recommendations on evidentiary findings.

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July 1998 to May 1999- General legal clerical work, including proofreading and editing of documents at Dallas public finance law firm.

March 1996 - July 1998 - President and Founder of sales and marketing firm representing apparel manufacturing client assets in the Southwest, incorporated in Austin, Texas, with offices in Houston and Dallas.

Education:

- Southern Methodist University School of Law, Dallas, Texas, 2002.
Member - Phi Delta Phi Legal Honors Fraternity
- Texas A & M University, College Station, Texas, 1995.
Bachelor of Arts, History
Recipient - Texas A&M University Ella C. McFadden Academic Honor Scholarship (full four year academic scholarship)

Professional Affiliations:

- Admitted to State Bar of Texas.
- Member - Dallas Bar Association.
- Member - Dallas Association of Young Lawyers

Legal Assistant: Kelli S. Dabbs

Business/Professional:

May 1996 to present - Perform daily legal work on municipal utility districts, fresh water supply districts, county development districts and reclamation districts; responsible for scheduling of district meetings, and preparing minutes of meetings and agendas in connection with same; drafting of contracts, agreements, orders, and resolutions, preparation of all correspondence and maintenance of constant compliance with the rules of the Texas Commission on Environmental Quality and the office of the Attorney General of Texas, responsible for preparation of all documents required for elections, annexations and Justice Department Submissions, responsible for filing and maintenance of district files. Responsible for drafting all documents in connection with the sale of municipal bonds and working closely with the financial advisors and paying agents in the coordination of closings. Telephone and personal interaction with Board members, property owners, general manager, developers, title companies, appraisers, tax assessor-collectors, bookkeepers, auditors, engineers, attorneys and financial advisors.

June 1991 - May 1996 - Perform daily legal work on thirty homeowners associations, maintenance of files, including drafting of demand letters, review of title information, preparation of Notices of Foreclosure and posting of same, heavy telephone contact with representatives of management companies, homeowners, attorneys, and court clerks. Responsible for drafting of documents in connection with initiation of legal proceedings

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for collection of delinquent maintenance fees or enforcement of deed restrictions, scheduling of hearings, preparation of judgments, handling of post-judgment matters, including frequent contact with the District Clerk's and Constable's offices and attendance at foreclosure hearings. Responsible for monthly billing, accounts payable and receivable and dealing with vendors in day to day management of office.

March 1987 - June 1991 - Handled all tasks involved in the collection of delinquent ad valorem taxes for independent school districts, including heavy telephone contact with taxing jurisdiction personnel, taxpayers, attorneys, and lienholders, preparation of demand letters, review of title reports, initiation of lawsuits, issuance of citations, and post-judgment foreclosures. Responsible for monthly reporting relative to collection efforts, attendance at Board of Directors meetings, and frequent visitation of clients' offices for updating of firm files.

Education:

- Southwestern Paralegal Institute, Houston, Texas, 1988
Certificated Legal Assistant trained in: Probate, Litigation, Legal Research, Domestic Relations and Accounting
- Sam Houston State University, Huntsville, Texas, 1985
(Bachelor of Arts in English)
- Northbrook Senior High School, Houston, Texas, 1981

Skills:

Microsoft Word 2000/2000 Professional, Microsoft Word 6.0, Microsoft Windows '98, Microsoft Word '97, Microsoft Windows Explorer, Microsoft Outlook, WordPerfect 5.1 DOS, WordPerfect 8.0, Typing 70 wpm

Legal Assistant: *Marlo C. Gordon*

Business/Professional:

June 1994 - present - Perform daily legal work on municipal utility districts, fresh water supply districts, county development districts and reclamation districts; responsible for scheduling of district meetings, and preparing minutes of meetings and agendas in connection with same; drafting of contracts, agreements, orders, and resolutions, preparation of all correspondence and maintenance of constant compliance with the rules of the Texas Commission on Environmental Quality and the office of the Attorney General of Texas, responsible for preparation of all documents required for elections, annexations and Justice Department Submissions, responsible for filing and maintenance of district files. Responsible for drafting all documents in connection with the sale of municipal bonds and working closely with the financial advisors and paying agents in the coordination of closings. Telephone and personal interaction with Board members, property owners, general managers, developers, title companies, appraisers, tax assessor-collectors, bookkeepers, auditors, engineers, attorneys and financial advisors.

September 1993 - June 1994 - Performed secretarial services for several attorneys, including extensive use of WordPerfect 5.1 for DOS (lengthy contracts and agreements

documents as necessary, scanning, and ugm word processing. Prepared rooms for meetings, generated copies, posted mail, answered telephones, ordered supplies, and performed other assigned duties including assisting with mass mailings.

Education:

- Alvin Community College, Pearland College Center, Pearland, Texas
- San Jacinto Junior College South, Houston, Texas
- Pearland High School, Pearland, Texas, 1987

Skills:

Proficient in the use of various software including Microsoft Windows 95, Microsoft Windows 98, Microsoft Windows XP, Microsoft Windows Explorer, Microsoft Outlook, WordPerfect 5.1 for DOS, WordPerfect for Windows 6.1, Microsoft Word 6.0, Microsoft Word 97, Microsoft Word 2000, Excel, Microsoft Works, Lotus 5.0 for Windows, PowerPoint 4.0, Microsoft Publisher 98, and Juris Accounting Software; Dictation; Typing 70+ WPM.

Legal Assistant: *Tina D. McElyea*

Business/Professional:

requiring tables, graphics, and equations), dictaphone transcription, telephone interaction with clients, scheduling of meetings, monitoring deadlines, filing, and various other secretarial duties.

May 1989 - September 1993 - Entered time for attorneys and legal assistants into time and billing program, input client expenses, prepared preliminary billing reports, and coordinated preparation of invoices using two separate computer software programs simultaneously. Also responsible for daily computer backups, archiving and restoring documents as necessary, scanning, and light word processing. Prepared conference rooms for meetings, generated copies, posted mail, answered telephones, ordered supplies, and performed other assigned duties including assisting with mass mailings.

Education:

- Alvin Community College, Pearland College Center, Pearland, Texas
- San Jacinto Junior College South, Houston, Texas
- Pearland High School, Pearland, Texas, 1987

Skills:

Proficient in the use of various software including Microsoft Windows 95, Microsoft Windows 98, Microsoft Windows XP, Microsoft Windows Explorer, Microsoft Outlook, WordPerfect 5.1 for DOS, WordPerfect for Windows 6.1, Microsoft Word 6.0, Microsoft Word 97, Microsoft Word 2000, Excel, Microsoft Works, Lotus 5.0 for Windows, PowerPoint 4.0, Microsoft Publisher 98, and Juris Accounting Software; Dictation; Typing 70+ WPM.

Legal Assistant: Tina D. McElyea

Business/Professional:

August 1999 to present - Perform daily legal work on municipal utility districts, fresh water supply districts, and reclamation districts; responsible for scheduling of district meetings, and preparing minutes of meetings and agendas in connection with same; drafting of contracts, agreements, orders, and resolutions, preparation of all correspondence and maintenance of constant compliance with the rules of the Texas Commission on Environmental Quality and the office of the Attorney General of Texas, responsible for preparation of all documents required for elections, annexations and Justice Department Submissions, responsible for filing and maintenance of district files. Responsible for drafting all documents in connection with the sale of municipal bonds and working closely with the financial advisors and paying agents in the coordination of closings. Telephone and personal interaction with Board members, property owners, general manager, developers, title companies, appraisers, tax assessor-collectors, bookkeepers, auditors, engineers, attorneys and financial advisors.

November 1997 - August 1999 - Perform daily legal work on commercial real estate transactions for developers; including financing documentation. Composed and processed correspondence, encoded time/billing for attorney, managed appointment calendars and ensured Continuing Legal Education compliance. Answered/screened phone calls, maintained all client files and other miscellaneous organizational duties.

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May 1997 - November 1997 - Assisted Commercial Escrow Officer with all facets of real estate transactions including Generated orders in Stewart Title Landata System and Commonwealth Data General System. Reviewed contracts and ensured compliance with all title commitment related matters. Receipted contracts and earnest money, distributing Title Commitments and exception documents, ordering tax certificates and handling all correspondence with involved parties (i.e. Seller, Purchaser, Lender, Borrower, Attorneys, Brokers Surveyors).

September 1995 - May 1997 - Provided secretarial assistance to President and Chief Operations Officer including general correspondence, necessary reports and support services. Coordinated all office support functions including maintenance of office machines, stocking and selection of office supplies and travel arrangements for Chapter staff and volunteers. Responsible for the development and maintenance of all Board of Directors' records and the timely distribution of meeting notices, agendas and minutes of the executive committees. Responsible for the timely payment of payroll and accounts payable, input of financial data into Peachtree Accounting system, and generation of monthly financial reports. Responsible for updating and maintaining personnel files and records.

June 1991 - June 1995 - Prepared documentation of commercial real estate transactions for developers. Assisted in formation of business entities (corporations, partnerships, etc.). Composed and processed correspondence, encoded time/billing for two attorneys, managed appointment calendars and ensured Continuing Legal Education compliance. Answered/screened phone calls, maintained all client files and other miscellaneous organizational duties.

October 1985 - November 1989 - Provided secretarial assistance, including composing and processing correspondence, answering and screening phone calls, maintaining files and other miscellaneous organizational duties. Provided technical support to geologists as needed.

January 1985 - September 1985 - Maintained investor files for eighteen drilling programs, as well as well logs and seismic data for same. Recorded dialing drilling reports and prepared summary of activity for distribution to staff. Assisted Exploration Secretary with overflow typing, filing and other miscellaneous organizational duties.

January 1984 - December 1984 - Answered and screened phone calls on 10 line switchboard. Assisted secretaries with overflow typing. Sorted and distributed mail.

Education:

- Spring Branch High School, Houston, Texas, 1981

Skills:

Microsoft Word XP, Microsoft Windows, Microsoft Outlook, WordPerfect 5.1 DOS through WordPerfect 7.0 Windows, Typing 75 wpm.