



John H. Kelly
Attorney

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August 6, 2024

Mr. Kevin Timony
Chairman LakeComm Member Board of Directors
Lake Consolidated Emergency Communications (LakeComm)
Attention LakeComm Transition Manager
18 North County Street
Waukegan, Illinois 60085

RE: Engagement Letter for Legal Services

The Law Firm of Ottosen Dinolfo Hasenbalg & Castaldo, Ltd. is pleased to confirm our understanding of the terms and objectives of our engagement, and the nature and the limitations of the legal services the Firm's attorneys will provide, for the Lake Consolidated Emergency Communications (LakeComm).

CLIENT: The client for purposes of this Agreement will be the Lake Consolidated Emergency Communications (LakeComm) ("the Client.").

SCOPE: The Client does hereby retain the law firm of Ottosen DiNolfo Hasenbalg & Castaldo, Ltd. (the "Firm"), comprised of attorneys licensed to practice law in the State of Illinois, to serve as the legal counsel to the Client for 9-1-1 Communication Center issues and other matters as time to time may be assigned by the Client. While serving as legal counsel, the Firm shall represent the Client and shall be responsible to attend to all legal needs of the Client, including, but not limited to, communications with the Client and its staff, attending meetings, preparing, or reviewing documents, conducting legal research, handling hearings, and representing the Client in matters before administrative agencies and courts of law. The Client may agree to expand or limit the scope of the Firm's representation of the Client in other legal matters from time to time; however, any expansion or limitation must be confirmed in writing by the Client to the Firm.

DUTIES OF THE PARTIES: The Firm agrees to provide legal services within the standard of care of attorneys practicing law within the State of Illinois. The Client agrees to be truthful with the Firm, to cooperate, to keep the Firm informed of developments affecting the representation of the Client, to abide by the terms of this Agreement, to pay the Firm's bills on time, and to keep the Firm advised of any change to its address and other contact information.

TERM: This Agreement shall be in effect until terminated by either Party. Either the Client or the Firm may terminate the Firm's engagement at any time for any reason without notice to the other; however, the Firm's right to terminate may be limited by the applicable provisions of the Illinois Rules of Professional Responsibility. In the event the Firm terminates this Agreement, the Firm will take such steps as may be reasonably practicable to protect the Client's interests. If a court or administrative agency requires permission for withdrawal, the Firm will promptly apply for that permission, and the Client will engage successor counsel to represent the Client.

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PERSONNEL: John H. Kelly will be the principal attorney responsible for handling the legal services for the Client with assistance from attorneys Joe Miller and Hayley Loufek. The Firm shall have reasonable discretion to delegate portions of the legal work and responsibilities to other attorneys and/or staff employed by the Firm. In addition, if in the opinion of the Firm, it is necessary for the timely or proper handling of a matter, the Firm may on behalf of the Client, with the Client's consent, retain court reporters, expert witnesses, or advisors.

FEES: The legal fees associated with the work under this Agreement will be based on the time spent on matters, including reasonable travel time. The Firm's hourly billing rates for attorneys providing the legal services provided hereunder shall be \$275 per hour. The Firm's hourly billing rates for non-attorneys providing legal services hereunder shall be \$165 per hour for law clerks and \$155 per hour for administrative staff and paralegals. The Firm may adjust these billing rates from time to time, typically on a biannual basis. The Firm will notify the Client of any such required adjustment, and the Client will be responsible for paying the rates in effect following any such notice.

The minimum billing increment of time to be billed by the attorney performing services shall be one-tenth of any hour. Communications by telephone or by e-mail shall be billed at no less than three-tenths of an hour; written correspondence shall be billed at no less than five-tenths of an hour.

COSTS AND EXPENSES: In the course of providing legal services for the Client, the Firm may incur costs and expenses. The Client agrees to pay for all costs, disbursements, and expenses in addition to the hourly fees set forth in this Agreement. Such costs and expenses may include, but are limited to, fees fixed by law or assessed by third parties, such as public agencies (including fees imposed by the courts or administrative agencies for such items as recording or certifying documents, and filing fees); process servers; couriers, messengers, overnight delivery, and other delivery fees; witnesses and expert witnesses; court reporters; postage; document fees; and photocopying and other reproduction costs. These expenses may also include, but are not limited to, charges for electronic legal research, transcripts, and investigations. The Firm shall bill the Client for such costs as they are accrued or forward the invoices for such services to the Client for direct payment to a third party.

BILLING: The Firm shall submit hourly rate billings on a monthly basis. All billings shall be due and payable in accordance with the Local Government Prompt Payment Act (50 ILCS 505/1 *et seq.*).

CONFLICTS: Whenever the Firm shall report to the Client that it has a conflict of interest with respect to any matter, the Client shall either appoint a special counsel to represent the Client at its expense in connection with such matter or waive the conflict and direct the Firm to represent the Client notwithstanding the conflict. Any waiver of a conflict, or possibility of conflict, or appearance of conflict shall be made by and with the approval of the Board. However, it shall not constitute a breach of this Agreement for the Firm to decline to represent the Client on any matter which the Firm has a conflict of interest which cannot be waived under the applicable standards of legal ethics, the Code of Professional Responsibility adopted by the Illinois Supreme Court, or rules of any court in which the matter may be pending, and which the Firm cannot eliminate or avoid at such time.

ACKNOWLEDGEMENT: This Agreement sets out the entire agreement and understanding between the Client and the Firm with respect to the representation and supersedes and cancels any prior communications, understandings and agreements, both written and verbal, between the parties with respect to this Agreement.

Ottosen DiNolfo Hasenbalg & Castaldo, Ltd.

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Please indicate your acceptance of the above understanding and terms of this Agreement by signing below. The Firm appreciates the opportunity to provide legal services to Lake Consolidated Emergency Communications (LakeComm) and looks forward to working with you.

Very truly yours,

OTTOSEN DINOLFO HASENBALG & CASTLADO, LTD.



John H. Kelly

TERMS OF ENGAGEMENT LETTER APPROVED: This Legal Services Engagement Letter correctly sets forth the understanding of Lake Consolidated Emergency Communications (LakeComm).

Date: _____

By: _____

Print: _____

Title: _____



Partner

Naperville Office
630.614.7641
jkelly@ottosenlaw.com

EDUCATION

John Marshall Law School

- J.D., 1981

Northwestern University

- B.A., Political Science, 1973
- Member, Hockey Team

University of Illinois

- Police Training Institute, 1973
(Ervin H. Warren Award for Excellence)

BAR ADMISSIONS

- Illinois
- U.S. District Court, Northern, Central and Southern Districts of Illinois

AFFILIATIONS

- Illinois State Bar Association
(Member, Administrative Law Section)
- Member, NENA Educational Advisory Board
- Member, National Emergency Number Association
- Member, Association of Public Safety Communications Officials
- Emergency Number Professional, National Emergency Number Association
- Member of the Hall of Fame, National Emergency Number Association

JOHN H. KELLY

Practice Emphasis

John Kelly focuses his local government practice on public employment, particularly as it relates to police departments, fire departments, and public safety communications. In addition to serving as general counsel for local governments, he practices in the areas of pension and administrative law. He has appeared before all levels of the state court system and numerous administrative bodies, including the Illinois Labor Relations Board.

Client Service Approach

With many years of experience on personnel issues as both a working law enforcement officer and as counsel to numerous commissions and police and fire chiefs, Mr. Kelly brings a uniquely practical perspective to his advice for the firm's governmental clients.

Representative Matters

An emphasis of Mr. Kelly's practice is the representation of 9-1-1 centers throughout Illinois on all aspects of their operations, including state regulations, corporate organization, personnel policies and practices, and liability issues. He is defense counsel for a major insurer of 9-1-1 agencies, and is the attorney for the National Emergency Number Association, the Illinois Chapter of the National Emergency Number Association, and the Illinois Chapter of the Association of Public Safety Communications Officials.

Publications and Presentations

Mr. Kelly has been a presenter at many state 9-1-1 conferences, and at twenty national 9-1-1 conferences. In addition, he has taught 9-1-1 law in Illinois and throughout the country. Mr. Kelly has also conducted training classes for police and fire departments in diverse topics including the use of force, discipline, and the legal ramifications of fire prevention. He has written numerous articles on topics of personnel administration. Mr. Kelly was one of the authors of "Multi-Year Collective Bargaining Agreements and the AFSCME/State of Illinois Dispute", Illinois Public Employee Relations Report, 2012.

Community Service

Mr. Kelly is a member of the Lake Zurich Fire and Police Commission and served as a member of the Private Bar Committee for the Study of Legal Needs for the Poor. Before entering law school, Mr. Kelly was a juvenile officer and high school liaison officer with the Northbrook Police Department from 1973 to 1983.





Senior Partner
Naperville Office
630-614-7638
jmiller@ottosenlaw.com

EDUCATION

Washington University School of Law, St. Louis

- J.D., 1994

University of Illinois

- B.A., Speech Communication
& English, 1991
- President, Black Student Union
- Men's Tennis Team Member,
1989-1991

BAR ADMISSIONS

- Illinois
- Missouri
- U.S. District Court,
Northern District of Illinois
- U.S. District Court, Western
District of Missouri
- U.S. Eighth Circuit Court of
Appeals

AFFILIATIONS

- Illinois State Bar Association
- Chicago Bar Association
- DuPage County Bar
Association
- Illinois Council of School
Attorneys

JOSEPH MILLER III

Practice Emphasis

Joseph Miller III practices in the areas of municipal and education law. In addition to serving as general counsel for local governments, he practices in the areas of civil rights litigation and municipal finance. He has appeared before all levels of the state court system and numerous administrative bodies, including the Illinois Department of Human Rights.

Representative Matters

Mr. Miller advises and represents clients in the screening, hiring, promotion, and discipline of personnel. He has conducted investigations in matters concerning sexual harassment and civil rights discrimination, and defended clients when these issues result in litigation. His practice also includes public finance and taxation matters, election issues, student rights, and student disciplinary matters. With the advent of medical record privacy concerns, he advises clients regarding state and federal laws affecting the disclosure of these records. He represents clients before courts and administrative agencies, and attends public meetings as corporate counsel.

Publications and Presentations

Mr. Miller frequently speaks to students at local schools concerning student rights and constitutional issues. He has also appeared as a speaker at the Illinois Association of School Boards' annual conference and is a regular speaker at both the Northern Illinois Alliance of Fire Protection Districts and the Illinois Association of Fire Protection Districts conferences. He conducts training classes for fire departments and school districts on a variety of topics including sexual harassment and discrimination, discipline, student records, release of medical records, and the use of electronic mail and the internet in the workplace.

Professional Background

After graduation from law school, Mr. Miller was an assistant attorney general in the Labor and Litigation Divisions of the Missouri Attorney General's Office. While at the Attorney General's Office, he represented state agencies in Section 1983 and insurance claims in state and federal courts. In 1996, he joined the Cook County Public Guardian's Office as a guardian ad litem. As a guardian ad litem, he represented abused and neglected children in proceedings before the Cook County Circuit Court. This experience enables him to advise school district clients on similar issues that arise.

Community Service

Mr. Miller served as a league coordinator for the DuPage Youth Travel Basketball League. In addition to coaching, Mr. Miller served as a board member for the West Chicago Feeder Basketball Association, Buckeyes Basketball as well as the ET21 Buckeyes AAU basketball program.





Ottosen DiNolfo
Hasenbalg & Castaldo, Ltd.

Associate

Naperville Office
630-614-7608
hloufek@ottosenlaw.com

EDUCATION

Chicago-Kent College of Law

- J.D., 2023
- Executive Notes & Comments Editor, *Chicago-Kent Law Review*
- Moot Court Honor Society
- Chicago-Kent Bar & Gavel Society

University of Kansas

- B.A., English, 2015

BAR ADMISSIONS

- Illinois

HAYLEY LOUFEK

Practice Emphasis

Hayley Loufek concentrates her practice in the areas of municipal law and litigation. She assists in matters involving local government liability issues and labor and employment issues.

Representative Matters

Ms. Loufek advises clients in areas of local government law including liability and employment issues. She also assists in matters related to insurance defense, education law, and public pensions.

Professional Background

As a law student at Chicago-Kent College of Law, Ms. Loufek served as an articles editor and as Executive Notes & Comments Editor for the Chicago-Kent Law Review. In her second and third years, she participated in the Appellate Advocacy Program at Chicago-Kent and competed as a member of the Moot Court Honor Society. She was a regional co-champion of the ABA NAAC Chicago Regional Moot Court Competition in February 2022 and a semifinalist at the Civil Rights and Liberties Competition at Emory University School of Law in October 2022. Her note discussing the civil False Claims Act will be published in Volume 98 of the Chicago-Kent Law Review in November 2023. During law school, she externed with the Legal Services Department at Lurie Children's Hospital in Chicago, IL. Ms. Loufek was inducted into the Chicago-Kent Bar & Gavel Society in April 2023.

During her second and third years of law school, Ms. Loufek clerked with Ottosen DiNolfo Hasenbalg & Castaldo, Ltd., where she became familiar with all the firm's practice areas. After completing law school, Ms. Loufek joined the firm as an associate.

