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City of Lincoln • City of Rocklin • City of Roseville • Placer County

June 25, 2014

Nancy Miller  
Miller & Owen  
428 J Street, Suite 400  
Sacramento, California 95814

SUBJECT: LETTER OF TASK AGREEMENT #14-01  
BETWEEN MILLER & OWEN AND  
THE SOUTH PLACER REGIONAL TRANSPORTATION AUTHORITY

Dear Ms. Miller:

This letter, when countersigned, authorizes work under the "Master Agreement between the South Placer Regional Transportation Authority (SPRTA) and Miller & Owen" dated June 27, 2012.

1. Incorporated Master Agreement: This letter of Task Agreement is the statement of contract-specific requirements applicable to the work effort to be undertaken by Miller & Owen to provide legal counsel to SPRTA.
2. Term: Consultant services are to commence July 1, 2014 and shall be completed in such a sequence as to assure that services are completed in a timely manner. This contract shall end on June 30, 2015. Extensions to this contract may be made with the agreement of both parties. During the term of this contract, you are not to engage in other work that would be deemed a conflict of interest with SPRTA interests.
3. Scope of Services: Consultant will perform the tasks described below. Celia McAdam, Executive Director, will act as Project Manager.
  - a. Provide legal review and advice to the Agency on documents, agreements, memoranda of understanding, and funding agreements between agencies and analysis of legislation as it may affect Agency programs.
  - b. Provide legal review and advice to the Agency on documents, agreements, and responsibilities relating to administration and personnel issues for a public agency;
  - c. Attend Board meetings as may be required on an "as needed" basis as requested by the Executive Director;
  - d. Other legal services as may be needed and requested by the Executive Director or the Board of Directors.
4. Personnel: Nancy Miller will provide primary legal counsel; Consultant will provide additional personnel to perform above noted services as needed.

5. Compensation: For services rendered, Consultant will be compensated at the following rates:

Miller & Owen Staff	Hourly Rate
Nancy C. Miller	\$ 275
William L. Owen	\$ 275
Paul J. Chrisman	\$ 260
Christiane E. Layton	\$ 260
Madeline E. Miller	\$ 235
Jennifer V. Gore	\$ 235
Maila A. Labadie	\$ 200
Andrew J. Londerholm	\$ 165
Other Associates	\$ 150 - 260
Paralegals	\$ 110

Consultant shall invoice for time and materials on a monthly basis for work completed. Documented mileage will be reimbursed at the current IRS rate. Other actual and necessary costs will be reimbursed at cost with appropriate back up documentation. Invoices will be paid within thirty (30) days of receipt.

If this Letter of Task Agreement meets with your approval, please sign and return one copy. Questions concerning this agreement and the project in general should be directed to Celia McAdam at (530) 823-4030.

Sincerely,

Accepted by:

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Celia McAdam, Date  
Executive Director  
South Placer Regional Transportation Authority

\_\_\_\_\_  
Nancy Miller Date  
Miller & Owen

CM/sl