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June 7, 2018

Confidential

Via Email *(scooke@noblesville.in.us)*

The Honorable Steve Cooke
Deputy Mayor of Noblesville
16 South 10th Street, Suite 275
Noblesville, Indiana 46060

Re: City of Noblesville – Environmental

Dear Deputy Mayor Cooke:

To follow-up our recent conversation, we are pleased to expand our current real estate representation of the City of Noblesville ("City") to include negotiations and discussions with the Indiana Department of Environmental Management ("IDEM"), the U.S. Environmental Protection Agency ("EPA") and the City's environmental consultant to help secure certain environmental protections arising from the environmental issues associated with Bridgestone America Tire Operations, LLC's ("Bridgestone") former manufacturing and industrial facilities located at 1700 Firestone Boulevard in Noblesville, Indiana ("Bridgestone Site").

In furtherance of this representation, the same team of lawyers at Plews Shadley Racher & Braun ("Firm") will be involved. I will be the lead lawyer in this

matter and will be assisted by Chris Braun and Curt DeVoe. When applicable, we will use junior lawyers and paralegals in our office in order to reduce costs.

Due to our previous work with the City, we will once again agree to forego our customary hourly rates and instead agree to be compensated using flat rates of $350 per hour for all partners and $225 for all associates and $125 for the paralegals who work on this matter. We have agreed to cap our fees to $50,000 for this representation. The City will be responsible for reasonable and necessary expenses incurred in the representation, including but not limited to travel expenses, copying expenses, and any other incidental expenses which the Firm may incur. Professional fees and expenses will be billed to you on a monthly basis.

The City may terminate our representation in this matter at any time. Termination by the City will not, however, relieve it of its responsibility for payment of professional fees and expenses incurred before notice is given to the Firm, or for those incurred in connection with the orderly transition of this matter to successor counsel or to the City.

If this fee agreement meets with your approval, we would appreciate your signing the letter and returning a copy to me at your earliest convenience. In the meantime, if you have any questions regarding this matter, do not hesitate to contact me. Otherwise, we greatly appreciate the opportunity to continue to represent the City of Noblesville with respect to the environmental issues associated with this exciting redevelopment opportunity.

Very truly yours,

Alexandra S. Sylvia

Enclosure

cc: Mayor John Ditslear
Mr. Christopher Braun

ACKNOWLEDGED AND AGREED TO BY THE CITY OF NOBLESVILLE:

By: _____
John Ditsbar, Mayor

Date: June 19, 2018

All of which is approved by the Board of Public Works and Safety of the City of Noblesville this 29th day of May 2018.

JOHN DITSLEAR, MAYOR

LAWRENCE STORK, MEMBER

JACK MARTIN, MEMBER

ATTEST:

EVELYN L. LEES, CLERK
CITY OF NOBLESVILLE, INDIANA