

KUTAK ROCK LLP

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JOHN E. SCHEMBARI
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(402) 231-8886

November 22, 2017

VIA EMAIL dcyr@lancaster.ne.gov

Douglas D. Cyr, Esq.
Lancaster County Attorney's Office
Justice & Law Enforcement Center
575 S. 10th Street
Lincoln, NE 68508-2866

Re: Employee Benefit Matters

Dear Doug:

Thank you for the opportunity to provide legal advice to Lancaster County. I look forward to working with you. Kutak Rock has a policy of sending an engagement letter for new matters.

Services To Be Provided by Kutak Rock

Kutak Rock LLP will assist Lancaster County with various employee benefits matters and any other legal matters upon request. Initially, we will work with you on the issue concerning rollovers into the Lancaster County's retirement plan and preparing VCP documents.

Kutak Rock Attorneys

I will serve as the primary contact and counsel. Whenever cost-efficient to do so, I will utilize the services of other partners, associates or paralegals to assist me. The attorney most likely to assist me is Alexander Engelkamp.

Fees for Services Provided

As compensation for the legal services to be performed by the firm, Kutak Rock LLP will bill Lancaster County for its services on an hourly basis (recorded in one-tenth of an hour increments). We will keep track of all attorney time devoted to the engagement based on our standard hourly rates. My local hourly rate is \$340 per hour and Alexander Engelkamp's is \$155

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per hour. These rates are reviewed annually and may change effective the first of the year (beginning January 1, 2019).

In addition to the legal services fee, the firm would seek reimbursement for out-of-pocket expenses it should incur in the course of providing services to you. Such expenses would include the cost of document printing, photocopying, long-distance telephone calls, outgoing fax transmissions, computer research, filing fees, overnight deliveries, postage and travel. Disbursements for these items will be billed at our regular rates.

Throughout this professional relationship, we want you to understand and be comfortable with our fees as well as the legal services and counsel we provide. Accordingly, I respectfully invite any inquiry if you have any questions concerning any aspect of our engagement.

Termination of Services

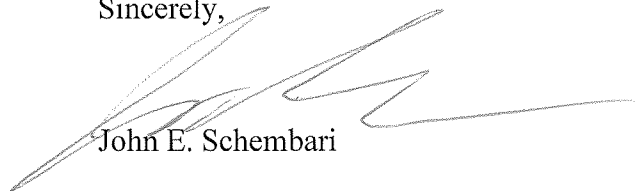
You may terminate this engagement by notifying our firm in writing, subject to the payment terms referenced above. Conversely, our firm may withdraw as your counsel and terminate this engagement by notifying you in writing. In either event, you agree to pay the firm all fees for services rendered and costs/disbursements incurred through the date of termination. Such fees and disbursements will be due and payable on the date of termination.

Approval of Engagement

If the information in this letter correctly sets forth your understanding, please indicate your acceptance by signing and dating this letter in the space marked "Agreed and Accepted" and return one executed copy to me at your earliest convenience.

We greatly appreciate the opportunity to represent Lancaster County. I look forward to working with you.

Sincerely,



John E. Schembari

AGREED AND ACCEPTED
this _____ day of November, 2017

LANCASTER COUNTY

By: _____
Douglas D. Cyr