

Resolution 23-018

**Riley-Purgatory-Bluff Creek Watershed District
Board of Managers**

Waiver of conflict of interest to permit Smith Partners to draft agreement for provision of administrative services to Nine Mile Creek Watershed District

Manager _____ offered the following resolution and moved its adoption, seconded by Manager _____.

WHEREAS under Minnesota Statutes section 103B.211, subdivision 1(a)(8), the Riley-Purgatory-Bluff Creek Watershed District Board of Managers may enter contracts for the performance of functions with governmental units and under Minnesota Statutes section 471.59, subdivision 10, and may enter into an agreement with any other governmental unit to perform on behalf of that unit any service or function which the governmental unit providing the service or function is authorized to provide for itself;

WHEREAS by Resolution 22-080 adopted October 5, 2022, the RPBCWD Board of Managers authorized the creation of an administrative assistant staff position and the RPBCWD administrator has prepared materials to hire an individual to serve as administrative assistant;

WHEREAS the RPBCWD administrator has agreed in principle with the administrator of the neighboring Nine Mile Creek Watershed District on a scope of services to be provided by the RPBCWD administrative assistant for NMCWD under an agreement between the parties (the Administrative Services Agreement);

WHEREAS Smith Partners PLLP serves as legal counsel and provides legal services to both RPBCWD and NMCWD, and Smith Partners' drafting of the Administrative Services Agreement presents a conflict of interest;

WHEREAS by vote at its regular meeting January 18, 2023, the NMCWD Board of Managers waived the conflict of interest; and

WHEREAS the RPBCWD Board of Managers finds that Smith Partners:

- has knowledge of and experience with both districts' operations and personnel such as facilitates efficient and timely drafting of the Administrative Services Agreement in accordance with terms agreed to by the parties' administrators for approval of the board;
- representing RPBCWD and NMCWD is not prohibited by law and does not involve the assertion of a claim by one against the other; and

- will be able to provide competent and diligent representation to RPBCWD.

NOW THEREFORE BE IT RESOLVED that the RPBCWD Board of Managers waives the conflict of interest in Smith Partners PLLP drafting the Administrative Services Agreement on behalf of both parties, and authorizes Smith Partners to draft the agreement for presentation to the board for authorization.

The question was on the adoption of the resolution and there were __ yeas and __ nays as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Crafton				
Duevel				
Koch				
Pedersen				
Ziegler				

Upon vote, the chair declared the resolution adopted.

Dated: February 1, 2023.

* * * * *

I, Dorothy Pedersen, secretary of the Riley-Purgatory-Bluff Creek Watershed District, do hereby certify that I have compared the above resolution with the original thereof as the same appears of record and on file with RPBCWD and find the same to be a true and correct transcription thereof.

IN TESTIMONY WHEREOF, I set my hand this __ day of _____, 2023.

Dorothy Pedersen, Secretary