

**DESTINATION MEDICAL CENTER CORPORATION
SPECIAL BOARD MEETING TO APPOINT COUNSEL**

Meeting No. 2

September 20, 2013

Members Present: Chairperson Tina Smith, James Bier, James Campbell, William George,
RT Rybak, Susan Park Rani

Members Absent: Ardell Brede, Ed Hruska

Guests: Terry Atkins, Lynette Slater Crandall, Public and Press

Chairperson Smith called the meeting to order at 1:30 P.M.

Legal Counsel for DMCC

Chairperson Smith moved, Boardmember George seconded, to adopt Resolution No. 01-13 approving the appointment of McGrann Shea Carnival Staughn & Lamb to act as legal counsel for the Corporation. The resolution so stated below:

RESOLUTION NO. 01-13

WHEREAS, Minnesota Statutes Section 469.40 et seq., provides for the Destination Medical Center; and

WHEREAS, pursuant to Minn. Stat. §469.41, the City of Rochester has established the Destination Medical Center Corporation and the appropriate entities have made the required appointments to the Corporation's Board of Directors; and,

WHEREAS, Minn. Stat. §469.41, subd. 12 states that the Corporation may contract for services and consultants, including legal counsel; and,

WHEREAS, the Chair of the Board of Directors has caused a request for proposals to be published seeking proposals from interested law firms to act as the Corporation's legal counsel and has assembled a group of stakeholders to interview those law firms which submitted proposals; and,

WHEREAS, following the interview process, the Chair and the interview team unanimously recommend the retention of the McGrann Shea Carnival Staughn & Lamb law firm of Minneapolis, Minnesota, to act as the legal counsel for the Corporation.

NOW, THEREFORE BE IT RESOLVED, that the Board of Directors of the Destination Medical Center Corporation does hereby accept the Chair's and interview team's recommendation and, pursuant to Minn. Stat. §469.41, subd. 12, does hereby approve the appointment of the McGrann Shea Carnival Staughn & Lamb law firm of Minneapolis, Minnesota, to act as the legal counsel for the Corporation.

BE IT FURTHER RESOLVED that the Board Chair is authorized to execute any agreement needed to implement this resolution.

PASSED AND ADOPTED BY THE BOARD OF DIRECTORS OF THE DESTINATION MEDICAL CENTER CORPORATION THIS ____ DAY OF SEPTEMBER, 2013.

*Tina Smith, Chair
Destination Medical Center Corporation*

Chairperson Smith thanked Terry Atkins, City Attorney of Rochester; Lynette Slater Crandall, Dorsey & Whitney; and Peter Dugan, on behalf of Susan Park Rani, for participating in the interview process. Four Minnesota firms were interviewed for the position.

Chairperson Smith said McGrann Shea Carnival Staughn & Lamb have a distinguished and unique portfolio having worked extensively with public authorities, nonprofits, and open meeting laws. They have worked on complex economic developments including the Minnesota ballpark and the Midtown Exchange Project.

Discussion.

RT Rybak offered strong support for the firm having worked with them on many different projects. He feels Kathleen Lamb is an especially effective individual.

On voting for the motion: Ayes (6), Nays (0). Motion carried.

Adjourn

The next regularly scheduled DMCC Board Meeting will be held on Thursday, September 26, 2013, at 9:00 AM in Rochester City Hall, Room 104.

Having no further business, Boardmember Bier moved, Campbell seconded, to adjourn the meeting. Ayes (6), Nays (0). Motion carried.

Tina Smith, Chairperson