

**GUINN AND MORRISON
ATTORNEYS**

David M. Guinn
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3416 Carondolet Blvd.
Waco, Texas 76710

The Honorable Roger Harmon
Johnson County Courthouse
2 N. Main St
Cleburne, Texas 76033

December 8, 2010

Approved by CC:

DEC 27 2010

Via: countyjudge@johnsoncountytexas.org

In re: The redistricting of the Commissioners' Court and Justice Precincts of Johnson County, Texas

Dear Judge Harmon,

We agree to undertake the redistricting of the Commissioners' and Justice Precincts following the release of the 2010 census count. We will be responsible for the preparation of a new redistricting plan which will comply with Texas and federal legal requirements. We will prepare a reasonable number of alternative plans at the direction of the Commissioners' Court for its consideration. Additionally, the firm will work closely with the County as it prepares any new election precincts, polling places, maps and tabular data required by the Justice Department and the Texas Secretary of State's office. We will conduct two public hearings and prepare and submit the Section 5 documentation to the United States Department of Justice for preclearance review under the Voting Rights Act and monitor its review including responding to queries from the Attorney General.

While our normal hourly rate is \$300.00, billed in quarter hour increments, we hereby agree to a flat fee and expenses of \$25,000 for our services to be payable as follows: \$5,000 retainer within 30 days (attached); \$10,000 from the county's 2010-2011 budget and \$10,000 during the 2011-2012 fiscal year, within 30 days from receipt of a final statement following preclearance. If redistricting is determined to be unnecessary, we agree to the sum of \$2,500 plus actual expenses as compensation for the demographic work necessary to reach that conclusion.

Pre-clearance under the Voting Rights Act is normally secured through the administrative process by submission to the Attorney General of the United States. However, judicial pre-clearance in the courts of the District of Columbia is available as an alternative. The quoted flat fee anticipates administrative review by the Department of Justice. If judicial pre-clearance is desired or becomes necessary, the additional fee would be based upon our quoted hourly rate and actual expenses would be billed through to the County.

Cordially,

_____/s/Michael Morrison_____
Partner