

RESOLUTION NO. 1755

A RESOLUTION OF THE CITY OF NEVADA AUTHORIZING PAYMENT TO GILMORE & BELL, KANSAS CITY, MISSOURI FOR SERVICES RENDERED THROUGH JANUARY 22, 2024

WHEREAS, the City of Nevada currently engages with Gilmore and Bell to assist with any negotiations regarding the 2007 Hospital Revenue Bonds, and;

WHEREAS, Municipal Code Section 2-86 allows for the procurement of outside specialty legal services, and;

NOW THEREFORE, BE IT RESOLVED, the City Council of the City of Nevada, Missouri, that the City Manager is hereby authorized to execute payment to Gilmore & Bell, Kansas City, Missouri in the amount of \$14,485.00.

PASSED, APPROVED AND ADOPTED, by the City Council of the City of Nevada, Missouri, this 6th day of February 2024.




KENDALL VICKERS, MAYOR

AGENDA ITEM
February 6, 2024

Subject: Gilmore and Bell Payment Authorization

Department: Administration

We engaged Gilmore and Bell to represent the City in negotiations regarding the Hospital Bond Ordinances.

Appendix A is the invoice through January 22, 2024, requesting payment.

Manager Notes:

- Municipal Code Section 2-86 allows for the procurement of outside specialty legal services.

GILMORE BELL

2405 Grand Boulevard, Suite 1100
Kansas City, Missouri 64108-2521
(816) 221-1000 / (816) 221-1018 FAX / gilmorebell.com

EIN: 43-1611738

Invoice No. 8053264
Matter No. 600495.20038

January 22, 2024

Nevada, Missouri
2007 Hospital Revenue Bonds - Ongoing Representation

For Professional Services Rendered through January 22, 2024

<u>Date</u>	<u>Time Keeper</u>	<u>Professional Services</u>	<u>Hours</u>
01/06/23	RMW	Update call with City officials regarding scheduled Minnesota TIPS hearing.	0.50
01/11/23	RMW	Listen to TIPS call by Minnesota probate court relating to proposed substitution of Bond Insurance for NRMC 2007 Bonds.	1.00
01/11/23	SNL	Attend via zoom Minnesota probate court TIPS proceedings regarding NRMC 2007 bonds and substitution of bond insurance.	1.00
01/24/23	RMW	Review various matters, prior emails, etc. relating to proposed bond insurer substitution.	1.20
02/13/23	RMW	Telephone conference with Mr. Malone of ACA regarding ACA willingness to waive any consultant requirement for FY 2022 audit purposes and ACA ideas regarding sales tax revenue bond issue by City to refinance Series 2007 Bonds and related topics.	0.50
02/16/23	RMW	Telephone conf with Mr. Anglin regarding ACA call, consultant engaged by the Medical Center, future refinancing plans, and related topics.	0.30
03/02/23	JKD	Review of various documents and related information from Greenberg Traurig on proposed bond insurer substitution.	0.70
03/03/23	RMW	Comments to Greenberg Traurig on proposed documents relating to bond insurer substitution and related matters.	0.80
03/06/23	JKD	Call with NRMC CEO re tax due diligence for upcoming bond insurer substitution.	0.50
03/06/23	RMW	Conf Call with D. Taylor of Forvis regarding NRMC audited financials statements for 2022 and related bond questions; further tax due diligence call with Mr. Anglin and J. Dummitt regarding planned bond insurer substitution and NRMC tax certifications relating to same.	0.50

<u>Date</u>	<u>Time Keeper</u>	<u>Professional Services</u>	<u>Hours</u>
03/17/23	JKD	Final tax related reviews and comments for bond insurer substitution.	1.10
03/29/23	RMW	Final reviews, emails and calls relating to closing of bond insurer substitution.	1.50
05/05/23	SNL	Research City Charter, Missouri statutes and any AG rulings relating to any liability of City for debts or obligations of City Nursing Home or City Hospital.	2.30
05/08/23	SNL	Draft inserts for memorandum to City regarding legal conclusions on City liability question.	0.50
05/11/23	RMW	Review Iron Mountain files for all prior City Hospital Revenue Bonds and Nursing Home Revenue Bonds for materials relating to City legal question.	0.70
05/28/23	RMW	Finalize draft memo to City regarding no City liability for Nursing Home or Hospital Obligations and send to Mr. McCaffree for his review and comment.	1.40
05/30/23	RMW	Prep call with City officials regarding upcoming call with BAM; Conf Call with BAM and City officials regarding NRMC and various questions / comments from BAM team.	1.20
05/30/23	WDB	Prep call with City officials regarding upcoming call with BAM; Conf Call with BAM and City officials regarding NRMC and various questions / comments from BAM team.	1.20
05/31/23	ESD	Attorney conference with R. Wright regarding Missouri sales tax legal questions and existing 2007 Hospital sales tax.	0.50
05/31/23	RMW	Attorney conference with S. Douglas regarding all options available to City and Hospital relating to sales taxes in general and extension / replacement of existing Hospital Sales Tax in response to various inquiries from BAM.	0.50
06/08/23	RMW	Conference call with Mr. Anglin, Mr. Arthur and City officials regarding consultant review of NRMC by Mr. Arthur and his team, hospital sales tax and related questions.	0.70
06/08/23	WDB	Conference call with Mr. Anglin, Mr. Arthur and City officials regarding consultant review of NRMC by Mr. Arthur and his team, hospital sales tax and related questions.	0.70
06/23/23	ESD	Attorney conference with R. Wright regarding hospital sales tax and related state law questions for NRMC and City of Nevada.	0.40
06/23/23	RMW	Follow up call with S. Douglas regarding NRMC sales tax and related state law questions in preparation for upcoming BAM call.	0.40
06/26/23	ESD	Conf Call with BAM representatives and B. Rhodes and K. Mangrini of Ballard Spahr regarding various sales tax questions, 2007 bonds and related matters; follow up attorney conference with R. Wright and B. Burns.	1.00

<u>Date</u>	<u>Time Keeper</u>	<u>Professional Services</u>	<u>Hours</u>
06/26/23	RMW	Conf call with BAM representatives regarding NRMC, sales tax questions, and related matters; follow-up attorney conference with S. Douglas and B. Burns.	1.00
06/26/23	WDB	Conf call with BAM representatives regarding NRMC, sales tax questions, and related matters; follow-up attorney conference with S. Douglas and R. Wright.	1.00
07/11/23	RMW	Update call with Mr. Mitchell and Mr. Denman regard recent calls with BAM.	0.40
08/08/23	ESD	Call with BAM legal team regarding BAM questions on Missouri sales tax law and related topics.	0.80
08/08/23	RMW	Call with S. Douglas and B. Rhodes, M. Weinstein, Brian Siper, and Jeff Fried from BAM regarding various legal questions for S. Douglas relating to Missouri law on hospital sales taxes, city sales taxes and pledging of same.	0.80
08/08/23	WDB	Call with S. Douglas and B. Rhodes, M. Weinstein, Brian Siper, and Jeff Fried from BAM regarding various legal questions for S. Douglas relating to Missouri law on hospital sales taxes, city sales taxes and pledging of same.	0.50
08/29/23	RMW	Attend NRMC Board meeting with Suzanne Finnegan and Rebecca Sullivan from BAM in attendance.	2.50
09/05/23	WDB	Attend City Council Meeting.	2.00
10/05/23	RMW	Call from Mr. Anglin regarding line of credit options for NRMC and related legal questions.	0.40
10/12/23	ESD	Conference call with City Officials and R. Wright regarding 2007 bonds and related issues with bond insurer; follow up call with R. Wright.	0.80
10/12/23	RMW	Conference call with Mr. Mitchell, Mr. Denman, Mayor Vickers and S. Douglas regarding various inquiries from BAM, related Hospital matters, etc; follow-up discussion with S. Douglas regarding related legal issues; further call with NRMC CEO and CFO regarding various bond document questions.	1.10
10/17/23	ESD	Call with Ballard attorneys regarding BAM and NRMC 2007 Bonds.	0.50
10/17/23	RMW	Attorney call with B. Rhodes and K. Magrini, and S. Douglas regarding recent discussions with BAM.	0.50
10/20/23	ESD	Call with BAM, City officials and NRMC team regarding NRMC business and financial updates.	1.00
10/20/23	RMW	Call with BAM representatives, City officials, and NRMC officials regarding NRMC business and operational update by Mr. Anglin and related matters.	1.00
10/20/23	WDB	Call with BAM, City officials and NRMC team regarding NRMC business and financial updates.	0.70
10/23/23	RMW	Call with NRMC outside counsel (J. Ramirez and A. Ramizer) regarding 2007 bond documents and related questions.	0.50
11/17/23	ESD	Client call regarding City support for line of credit and outline for response by City to BAM.	0.50

<u>Date</u>	<u>Time Keeper</u>	<u>Professional Services</u>	<u>Hours</u>	
11/17/23	RMW	Client conference with City officials regarding BAM request for City support of NRMC line of credit.	0.50	
11/17/23	WDB	Client conference with City officials regarding BAM request for City support of NRMC line of credit.	0.50	
11/18/23	RMW	RMW draft response from City to BAM regarding City support for line of credit and calls or emails with City and S. Douglas regarding comments on same.	1.20	
11/21/23	RMW	Finalize and send letter on behalf of City to BAM regarding no City support for NRMC line of credit requested by BAM.	0.20	
01/11/24	WDB	Meeting in Nevada with BAM, City, Hospital Board and State Legislators; travel to and from Nevada, MO.	2.00	
01/16/24	WDB	Phone calls with Bill McCaffree regarding the City Council's decision related to chief restructuring officer.	0.50	
Total Hours and Fees			42.00	\$14,485.00

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>	<u>% of Total</u>
William D Burns	4.60	0.00	0.00	0.00
William D Burns	4.50	400.00	1,800.00	12.43
Elvin S Douglas	5.50	400.00	2,200.00	15.19
James K Dummitt	2.30	400.00	920.00	6.35
Samantha N Lawlor	3.80	275.00	1,045.00	7.21
Richard M Wright	21.30	400.00	8,520.00	58.82
	42.00		\$14,485.00	

WIRE or ACH INSTRUCTIONS:

Commerce Bank of Kansas City
 Kansas City, Missouri
 (ABA #101000019)
 For the Account of Gilmore & Bell, P.C.
 (Account #280511860)

Note: Please Reference the Invoice Number

CHECK MAILING INSTRUCTIONS:

GILMORE & BELL, P.C.
 P.O. Box 802706
 Kansas City, MO 64180-2706

Note: Please Reference the Invoice Number

WDB
 ESD