

LAW OFFICES OF  
**ALBRIGHT, RUSHER & HARDCASTLE**  
A PROFESSIONAL CORPORATION  
2600 BANK OF AMERICA CENTER  
15 WEST SIXTH STREET  
**TULSA, OKLAHOMA 74119-5434**  
TELEPHONE (918) 583-5800  
FACSIMILE (918) 583-8665

March 15, 2019

Broken Arrow Economic Development Authority  
220 S. 1<sup>st</sup> St.  
P.O. Box 610  
Broken Arrow, OK 74013

*Re: Engagement Letter*

Dear Broken Arrow Economic Development Authority:

This letter will confirm our understanding concerning the retention of ALBRIGHT, RUSHER & HARDCASTLE, A PROFESSIONAL CORPORATION (the "Firm"), to perform legal services the Broken Arrow Economic Development Authority (hereinafter referred to as "Client").

**1. Scope of Engagement.** The Firm will perform legal services for Client in connection with the vacation of an alley that runs between East Elgin and East Detroit in Broken Arrow, Oklahoma. The alley to be vacated is shown on the survey that is attached hereto as Exhibit A. The alley is being vacated to facilitate the construction of building by Milestone Capital, LLC ("Milestone") pursuant to the August 11, 2017 Economic Development Agreement between Client, the City of Broken Arrow and Milestone.

**2. Fees for Services Performed.** Pursuant to paragraph 6.3(c) of the Economic Development Agreement Milestone will be responsible for payment of all fees and expenses regarding the services of Firm. The Firm agrees to look solely to Milestone for payment of the fees and expenses. The Client shall not be responsible for payment of the fees and expenses.

**3. Termination of Services.** It is agreed that either party may terminate this Agreement by written notice to the other at any time. In the event of termination the parties agree to cooperate in freeing the Firm of any obligation to perform further and to effect a substitution of attorneys. Client may terminate the Firm's services at any time.

**4. Conflicts of Interest.** It does not appear that there is a current conflict of interest that would make the representation of you directly adverse to any of the Firm's existing clients or that would materially limit the Firm's responsibilities to you or any of its existing clients. In the event that a situation arises during the course of the litigation that creates a conflict of interest, the Firm will advise you in a timely manner and advise you of the options to deal with such a conflict.

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If you find the foregoing to be acceptable, please so signify by signing the enclosed copy of this letter and returning it to the undersigned.

We look forward to working with you on this project.

Sincerely,



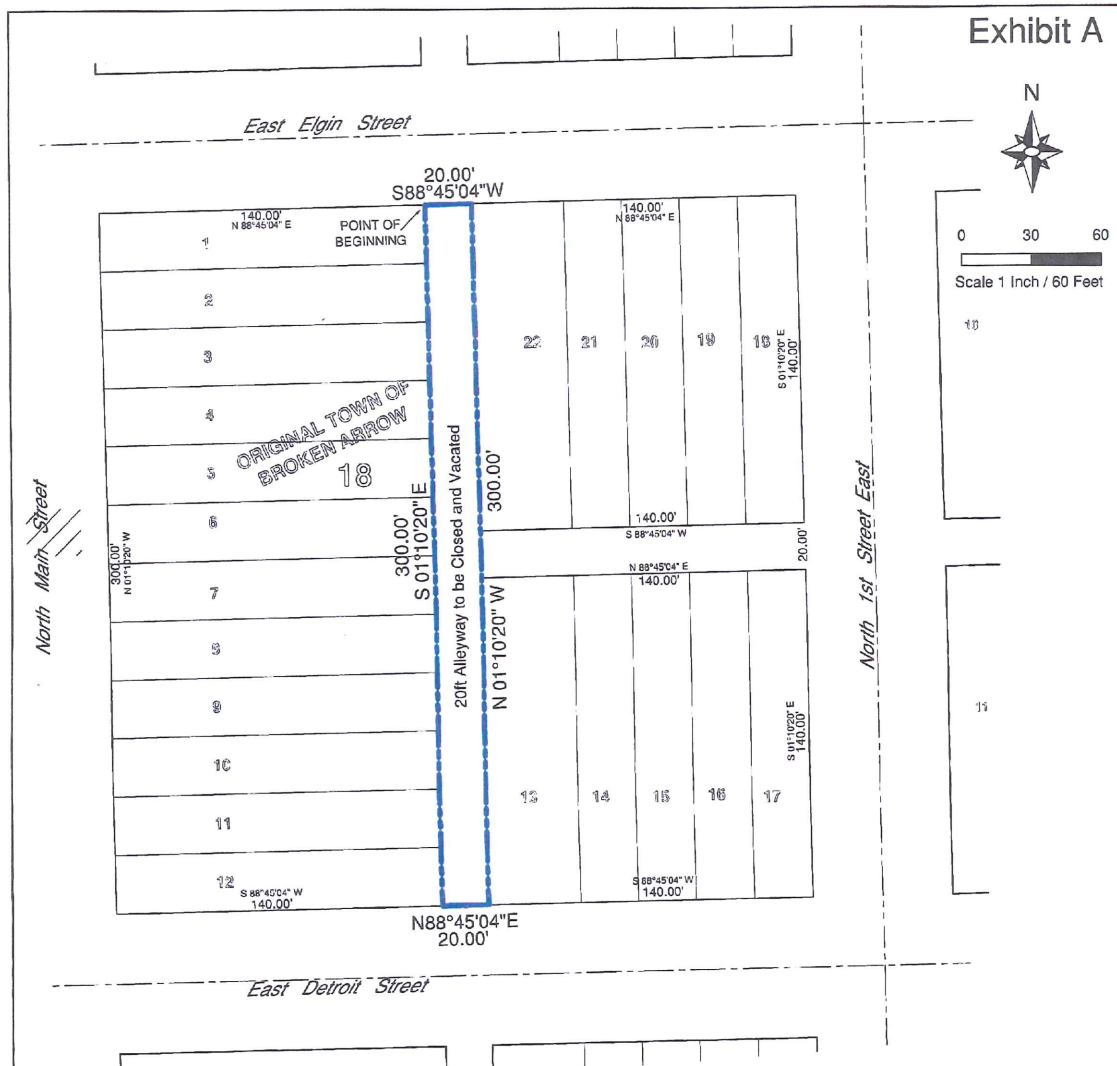
James W. Rusher  
For the Firm

Accepted and agreed to this \_\_\_\_\_ day of \_\_\_\_\_, 2019.

BROKEN ARROW ECONOMIC  
DEVELOPMENT AUTHORITY

By \_\_\_\_\_  
Its \_\_\_\_\_

# Exhibit A



## LEGAL DESCRIPTION:

A tract of land that is the dedicated Alley wholly within Block 18, "ORIGINAL TOWN OF BROKEN ARROW", being a subdivision of part of the West Half (W2) of Section Eleven (11), Township Eighteen (18) North, Range Fourteen (14) East of the Indian Meridian, Tulsa County, State of Oklahoma, according to the United States Government Survey thereof being more particularly described as follows:

Point of Beginning at the Northeast Corner of Lot 1;  
 Thence S01°10'20"E a distance of 300.00 feet to the Southeast Corner of Lot 12;  
 Thence N88°45'04"E a distance of 20.00 feet to the Southwest Corner of Lot 13;  
 Thence N01°10'20"W a distance of 300.00 feet to the Northwest Corner of Lot 22;  
 Thence S88°45'04"W a distance of 20.00 feet to the Point of Beginning.

Having an area of 6000 Square Feet or 0.1377 Acres

Bearings based on the Oklahoma State Plane Grid Zone North.

This legal description meets the minimum technical standards for legal descriptions in the State of Oklahoma.

Prepared by Russell M. Muzika, Oklahoma PLS No. 1603



R1a: January 18, 2019



GEODECA LLC  
 P.O.Box 330281, Tulsa, Ok. 74133  
 918 949 4064  
 CA # 5524 exp 6/30/2020

## CLOSE AND VACATE ALLEYWAY

Block 18, "ORIGINAL TOWN OF BROKEN ARROW"

Owner: Broken Arrow Economic Development Authority

Address: 305 N. Main St. E., Broken Arrow