



May 17, 2021

19035 Us HWY 75 HOLTON, KS 66436
P. 785-364-2328

Dear Sir or Madam:

Prairie Band, LLC (“PBLLC”) is accepting proposals from qualified law firms to provide professional services to review the Prairie Band Potawatomi Nation’s (“Nation”) Law and Order Codes, specifically Titles 19 – 22, 31, and other applicable codes related to planning, zoning, building, land development and business leasing so you may provide guidance on administrative policies, procedures, and processes to administer these Codes. A link to the Nation’s Law and Order Code is provided later in this solicitation. The guidance provided should include narratives for processes, but may include flowcharts, diagrams, checklists, forms or other tools and methods to make the administrative process as easy and efficient as possible while allowing government staff to administer the subject Codes competently and effectively.

The guidance should not only assist the Nation’s governmental staff with administering these Codes but should also assist PBLLC staff, commercial developers and others in understanding, navigating and complying with applicable Code requirements and related administrative process, especially with regard to the proposed development project (The Development Project) being undertaken by the Nation and PBLLC.

We invite your firm to submit a proposal to us by June 4, 2021 for consideration. A description of PBLLC, the Nation, along with contact information, services needed, and other pertinent information follows:

The Development Project

PBLLC is in the design and planning stages for a 49+ acre mixed-use, phased development that is intended to begin phase one of construction within the next 6-12 months. This development is adjacent to more than 500+ acres that is also slated for future development for mixed use, warehouse or light industrial use. These development properties are currently held in trust with the Bureau of Indian Affairs and zoned for agricultural uses. The proposed development will likely require rezoning and see significant interaction with Title 19 – 22, 31, as well as other possible sections of the Nation’s Law and Order Code. It is anticipated the development properties may could be subject to a Master lease from the Nation to PBLLC. PBLLC proposes to operate or sublease parcels for businesses within the proposed development. These leases are expected to be subject to Title 31, Business Site Leasing Ordinance.

The Nation’s trust lands are subject to the Hearth Act of 2012 and Nation’s Business Site Ordinance approved September 18, 2018 by the U.S. Secretary of Interior (see link below).

https://www.bia.gov/sites/bia.gov/files/assets/bia/ots/ots/pdf/2018.09.18_Prairie_Band_Potawatomi%28Business%29_508.pdf).

Under the Act, if a tribe’s leasing regulations are approved by the Secretary of the Interior the tribe may then negotiate and enter into leases without further approvals by the Secretary. Specifically, the Act

authorizes tribes to execute agricultural and business leases of tribal trust lands for a primary term of 25 years and up to two renewal terms of 25 years each. Leases of tribal trust lands for residential, recreational, religious or educational purposes may be executed for a primary term of up to 75 years. In support of tribal self-determination, the Act requires the Secretary to approve tribal leasing regulations if the regulations are consistent with the Department of the Interior's leasing regulations at 25 CFR Part 162 and they provide for an environmental review process that meets requirements set forth in the Act.

The proposal to provide guidance on the administrative processes for the subject Codes is intended to assist the Nation with the efficient and effective administration of Codes pertaining to the development, while maintaining compliance with the Hearth Act and the Nation's Business Site Leasing Ordinance.

Background of the Prairie Band Potawatomi Nation (Nation)

The Prairie Band Potawatomi Nation is a sovereign nation and federally recognized Indian tribe with its own Constitution and Law and Order Codes. The Prairie Band Potawatomi Nation is one of four tribes established in Kansas, which are all located in the Northeast corner of the state.

The Nation's Laws and Order Code may be located at <https://www.codepublishing.com/KS/Potawatomi/>.

The Tribal Council is the elected government of the Nation. Its primary duties are to author the Nation's laws and policies and to serve as the decision-making authority on budgets and investments.

For carrying out laws and policies, the council created a tribal administration. Overall, the administration ensures that services, as decided by the council, are provided to nation members.

The Tribal Council consists of seven members. The terms are staggered. Each Tribal Council member has responsibility for certain duties listed in the Potawatomi Constitution. One of their main duties is to protect the health, peace, morals, education, and welfare of the tribe.

More information about the Nation may be found at its website at: <https://www.pbpindiantribe.com/>

Background of Prairie Band, LLC & Subsidiaries (PBLLC)

Prairie Band, LLC (PBLLC) and its subsidiaries are organized under the laws of the Prairie Band Potawatomi Nation ("Nation") and are wholly owned by the Nation. A primary mission of PBLLC is to identify and direct economic development activities for the benefit of the Nation. PBLLC also serves as a holding company for subsidiary companies that make up the majority of the Nation's non-gaming revenues.

PBLLC is currently in the planning stages of a 49+ acre mixed use development, with subsequent plans to develop an adjacent 500+ acres and other tracts of land owned by the Nation. All of the subject acreage intended for development are within the Nation's reservation boundaries and/or held in trust with the Bureau of Indian Affairs.

PBLLC is governed by a five (5) member Board of Directors appointed by the Tribal Council of the Nation and is headquartered on the Nation's reservation located near Mayetta, KS. PBLLC and its subsidiaries are generally exempt from federal and state income taxation for most activities.

As a holding company, PBLLC provides shared services and directly owns and operates several business entities that include Mill Creek, Prairie Band Distribution, Potawatomi Retail, Prairie Band Health Services, Potawatomi Utility Corporation (DBA Prairie Band Propane), Prairie Band Construction and Prairie Band Ag. Some PBLLC subsidiaries (i.e., Mill Creek, Prairie Band Construction and Prairie Band Health Services) are SBA 8(a) and HUBZone certified entities and actively seek federal contracting opportunities. More information regarding PBLLC and its subsidiaries may be found on our website (see link below) or by contacting the listed Key Personnel.

<https://prairiebandllc.com/>

PBLLC is growing rapidly with employees throughout the United States, with a majority of its employees located in Kansas, Colorado and Missouri.

Services to Be Performed

Your proposal is expected to cover the following services:

1. Review the Nation's Law and Order Code, specifically Titles 19 – 22 and 31 as they may relate to planning, zoning, land development or other codes with a potential impact upon the Development Project
2. The guidance to be provided should be in narrative form, but may include flowcharts, diagrams, checklists, forms or other tools or methods to facilitate the administration of the subject Codes.
3. Consult with PBLLC management and the Nation's governmental staff, as needed, regarding the implementation and application of the administrative guidance provided-

Key Personnel

Following are key contacts for information you may seek in preparing your proposal:

Jacob Wamego	President and CEO	(785) 364-2328
Stan VanOstran	Chief Financial Officer (CFO)	(785) 364-2328
Tyler Levier	Chief Operating Officer	(785) 364-2328

Requests for additional information, and/or appointments may be coordinated through the Chief Financial Officer. You may reach him at the number listed above or at stan.vanostran@prairiebandllc.com. You should submit your completed proposal by submitting it by email or by mailing to:

Attn: Stan VanOstran, Chief Financial Officer
Prairie Band LLC
PO Box 159
Mayetta, KS 66509.

Relationship with Government and PBLLC Development staff

We anticipate it will be necessary for the successful law firm to contact government staff with responsibility for planning, zoning and code enforcement. Similarly, we anticipate contact will be necessary with PBLLC staff or contractors responsible for the proposed development. PBLLC will coordinate these contacts and make introductions with all appropriate personnel.

Confidential Information

Information provided to respond to this proposal should be considered confidential information and not disclosed to other parties. Consultants and firms interested in making a proposal should indicate their interest to the Chief Financial Officer at stan.vanostran@prairiebandllc.com or by fax at 785-783-5626. Upon being notified of your interest, PBLLC will provide information that is reasonably necessary to submit a proposal, including confidential information. However, the consultant or firm responding may be requested to complete a non-disclosure agreement (NDA) before PBLLC releases information. The information provided should only be used for purposes of submitting this proposal and should not be shared with another party or used for any other purpose.

Information to Include in Your Proposal

In responding to this proposal, we request you provide a narrative response to each question presented below, in the order presented.

1. Detail your firm's experience in providing legal or consulting services for Tribal governmental entities or Tribally-owned corporations with consulting services related to planning, zoning, and land development codes, especially any services providing guidance, developing administrative policies, or processes to include flowcharts, diagrams, checklists or forms.

For reference purposes, please provide information, including names and contact information, for the following:

- a. Provide information on services provided to other Tribes, associations, groups, or companies for law and order codes, ordinances, community or economic development, and development financing.
 - b. Provide the names and contact information for clients of your firm and the scope of work performed.
2. Identify the partner, manager, and in charge accountant who will be assigned to our job if you are successful in your bid.
 - a. Provide biographies or other summary of the key personnel's education, certifications and experience.
 3. Describe the approach your firm will use to meet the requirements of the proposal, including the use of any association or affiliate member firm personnel and any areas that you expect will receive primary emphasis. Also, please discuss the communication process and use of technology your firm expects to utilize for this proposal.
 4. Provide your fee proposal including the individual billing rates for any staff who may be assigned to this proposal.
 5. Describe how your firm is different from other firms, and why selection of your firm would be the best decision.

Contract Requirements

Your proposal should include a proposed draft agreement that provides:

- Performance measurements and targets
- Pricing
- Responsibilities of the parties
- Review process
- Insurance, bond and license requirements
- Termination terms and clause
- General terms and clauses

Evaluation of Proposals

PBLLC will evaluate proposals on a qualitative basis using criteria listed below, as well as the firm's peer review report, interviews with senior engagement personnel to be assigned and the firm's completeness and timeliness in its response to us.

- Firms overall experience and capabilities
- References from other clients
- Firm's past experience with similar projects
- Qualifications of key personnel
- Innovation
- Proposed pricing

Please submit your response to this request for proposal by June 4, 2021.

We would also appreciate a response should you decline to submit a proposal.

Sincerely,

**Stan VanOstran
Chief Financial Officer**