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April 15, 1976

Edward DLG Pangelinan, Esq.  
Chairman  
Marianas Political Status Committee  
P. O. Box 977  
Saipan, Mariana Islands 96950

Dear Ed:

At a firm meeting on April 13, 1976, my partners and I considered your request that we provide legal and other professional services in connection with various assignments currently scheduled as part of the transitional planning program in the Northern Marianas. In particular, the firm considered whether it was in a position to provide the necessary services in connection with the Constitutional Convention scheduled for this summer, research and planning in connection with government reorganization, and preparation of an initial legislative program.

I am authorized to inform you and your colleagues that Wilmer, Cutler & Pickering is available to assist you in connection with all facets of the proposed Constitutional Convention, including the provision of the necessary professional services (legal and otherwise), preparation of the necessary studies and briefing papers, and full participation as required in the convention itself. Because of personnel shortages within the firm, we are not able at this time to make any commitment with respect to the government reorganization and legislative program assignments. This leaves the Joint Commission and the Office of Transition Studies and Planning free, of course, to make other arrangements with

respect to those matters if such action seems appropriate. During the near term it may be possible that any initial work in these areas could be undertaken by the political scientist or comparable professional who will be on the staff of the Office of Transition Studies and Planning. After completion of our work in connection with the Constitutional Convention, we may be in a position to provide further services, if desired, in connection with these other transitional programs.

The firm decided to undertake this representation in reliance upon my representation that at least \$150,000 would be available for this purpose. Based upon our discussions in Washington, it is my understanding that you and your colleagues will take the necessary steps, presumably in cooperation with the United States representatives, to reprogram the available monies so as to provide \$150,000 for the professional services involved in preparing the necessary studies and briefing papers and providing the required professional services in advance of and during the Constitutional Convention. I understand that the amount of \$75,000 would be available for the advance studies and papers and that an additional \$75,000 would be made available of the total amount programmed for the Constitutional Convention itself. With this understanding in mind, I am enclosing an estimated budget in the amount of \$153,000. With the exception of Jay Lapin and myself, I am not yet able to identify the precise personnel to be assigned to this project, but I can assure you that the quality of the work will be consistent with that previously rendered in connection with our representation of the Marianas Political Status Commission.

As you know from our prior relationship, this firm typically does not provide services in connection with a project in accord with a predetermined budget. By undertaking this assignment in connection with the Constitutional Convention, my partners and I are obligating ourselves to provide those services which, in the exercise of our professional judgment, are required to enable the Constitutional Convention to complete its assignment successfully. We will bill you only for services rendered and if they total less than \$150,000, we will not expect any additional compensation.

It is possible, of course, that we will be required in

the course of this representation to perform services or incur costs in an amount larger than \$150,000. We recognize that no one at this point can guarantee us that such additional amounts can be paid by the Office of Transition Studies and Planning or by the District Legislature. It would be helpful to me, however, if you and Messrs. Tenorio and Santos, in particular, would undertake to use your best efforts to compensate the firm for any services rendered or costs incurred in excess of the budgeted \$150,000. What I am saying to you simply is this: My firm is perfectly prepared and enthusiastic about undertaking this assignment with no assurance of compensation in excess of the budgeted amount and recognizes that the services rendered may indeed be somewhat greater than reflected on the enclosed budget. Nevertheless, the firm would like to feel free to inform you after completion of the Constitutional Convention what costs have been involved in the project and to have at least your personal assurances that the question of additional compensation will be considered in due course by the District Legislature and/or the Office of Transition Studies and Planning.

If the above arrangements are acceptable to you, I would appreciate receiving a letter along the lines of the enclosed draft. I have used Mr. Leonard's draft as a partial model, although law firms tend to do business in a slightly different way than economic consultants. Although I am assuming that the client will technically be the Office of Transition Studies and Planning, I would also appreciate having this representation approved by you as Chairman of the Marianas Political Status Commission and Vincente Santos as President of the District Legislature.

On the substance of the matter, I have begun the process of locating appropriate personnel for the project. I will be meeting on May 4-5 with Dr. John P. Wheeler, Jr. who has written extensively in the field and consulted with Ambassador Williams' staff during our negotiations in connection with the Ad Hoc Committee. I will probably try to find a few additional experts who can join us for this preliminary planning session.

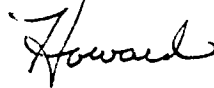
I would like to be kept fully informed regarding your current thinking relating to the Convention, in particular the election of delegates and the plans for the meeting of a pre-convention planning committee. I will not be able to come to Saipan until the second week of June or later. I

hope that a meeting of any planning committee can be scheduled at a time when I can participate in the meeting. By June I will be in a position to report fully on the briefing papers tentatively planned, the non-legal consultants who will be available to the Convention, and other matters of significance to the planning for the Convention.

I hope that you and your colleagues are able to retain some flexibility regarding the actual schedule and duration of the Convention. There is an extraordinary amount of work to be done and too little time in which to do it. I hope that the Convention will not be scheduled until August and that we can try and accomplish the work of the Convention in a period of between four and six weeks.

Best personal regards.

Sincerely,



Howard P. Willens

Enclosures

cc: Mr. Pedro A. Tenorio  
Mr. Vincente N. Santos