

file Mariana

P. O. Box 42
Saipan, Mariana Islands 96950

May 24, 1976

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Howard P. Willens, Esq.
Wilmer, Cutler & Pickering
1666 K Street, N.W.
Washington, D.C. 20006

Dear Mr. Willens:

The Office of Transition Studies and Planning (OTSP) has reviewed your letter dated April 15, 1976, and hereby agrees to retain Wilmer, Cutler & Pickering to perform the professional services as described in that letter.

It is understood that your firm will assist the Office of Transition Studies and Planning and the District Legislature 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 such participation in the Convention itself as deemed appropriate and necessary. It is understood further that you personally will supervise this representation and that additional personnel as indicated by your proposed budget will be made available to perform the necessary assignments.

In return for these services the Office of Transition Studies and Planning will compensate your firm for services rendered and costs incurred up to the amount of \$150,000. This sum is all that is presently programmed for the provision of professional services in connection with the Constitutional Convention and is intended to cover all expenses related to this assignment, including retention of consultants by your firm and travel and other associated expenses. I would like you to submit statements for services rendered on a monthly basis with the first statement at the end of June, 1976.

I appreciate the willingness of your firm to undertake this representation and understand that you are not now presently able to estimate very precisely the cost of the services, which, in the exercise of your professional judgment, will be required to enable the Constitutional Convention to complete its assignment successfully. I would like to be kept currently informed of the expenses being incurred by your firm in connection with this undertaking. At the conclusion of the assignment, I would like you to inform me of any costs incurred by your firm in excess of the budgeted \$150,000. You recognize that neither the Office of Transi-

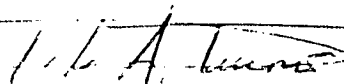
Howard P. Willens, Esq.
May 24, 1976
Page 2

tion Studies and Planning nor the District Legislature can obligate itself at this time to compensate your firm for services rendered or costs incurred in excess of \$150,000. However, Office of Transition Studies and Planning will use its best efforts to try and compensate your firm fully for the assistance rendered by your firm in connection with the Constitutional Convention.

Once you have begun to organize the project, I would like to make arrangements to consult with you regarding the Convention. I agree that it is desirable for you to come to Saipan some time in June for preparatory work and finalization of a contract.

For your information, the ConCon bill has not passed final reading, but the Legislature has designated July 12 as election day, and August 2, as the beginning of the Convention. I hope the latter date is suitable for you.

Sincerely,



Pedro A. Tenorio
Director, Office of Transition
Studies and Planning

PAT/lts

NOTE: CONSTITUTIONAL BILL PASSED 13 MAY 76

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