

Office of School Board Attorney
JulieAnn Rico, Board Attorney

**SUBJECT: APPROVAL AND CONFIRMATION OF OUTSIDE LEGAL COUNSEL
TO NEGOTIATE AND DRAFT AGREEMENT IN CONNECTION WITH
THE ENTERPRISE RESOURCE PLANNING SYSTEMS
INTEGRATION AND IMPLEMENTATION PROCESS**

COMMITTEE: INNOVATION, EFFICIENCY & GOVERNMENTAL RELATIONS

On March 14, 2007, the School Board approved item E-146 [Request Authorization to Enter Into Contract Negotiations With SAP Public Services, Inc., Pursuant to Request for Proposals No. 102-FF04 – Enterprise Resources Planning (ERP) Software and Deloitte Consulting LLP, Pursuant To Request For Proposal NO. 011-GG04 - ERP Systems Integration and Implementation Process], authorizing the negotiation of a contract with these firms.

Due to the specialized and technical complexities involved in negotiating and drafting the contracts with SAP Public Services, Inc. (SAP) and Deloitte Consulting LLP, there was an immediate need for the retention of outside counsel for the Board. The Board Attorney, after discussing the relevant issues in this matter with District staff, selected Mr. Milton L. Petersen of the law firm of Neal, Gerber & Eisenberg LLP, as outside legal counsel for this matter. Mr. Petersen is an attorney with seven years of experience providing representation in intellectual property matters with an additional fifteen years of experience in the field of computer information systems, prior to his becoming an attorney. A copy of Mr. Petersen's resume is attached.

For the foregoing reasons, the School Board Attorney recommends that Mr. Petersen serve as outside legal counsel for the Board in this matter and that the Board confirm his selection as outside counsel. In order to properly protect the Board's interests, Mr. Petersen has been engaged, pursuant to Board rules, under a \$25,000 consultant contract. It is anticipated that the latter contract will be insufficient to provide for Mr. Petersen's representation in this matter for a significant period of time. Accordingly, approval is sought for the continued retention of Mr. Petersen as outside counsel, under a new contract, until this matter is finalized.

RECOMMENDED: That The School Board of Miami-Dade County, Florida authorize and confirm the retention of Milton L. Petersen, Esquire and the firm of Neal, Gerber & Eisenberg LLP, of which Mr. Petersen is partner, as counsel for the Board for the negotiation of contracts related to the Enterprise Resources Planning project with SAP Public Services Inc., and Deloitte Consulting LLP, subject to the supervision of the School Board Attorney. Mr. Petersen, will be compensated at the rate of \$360.00 per hour. A report of the costs associated with this matter will be provided to the Board on a regular basis.

MILTON L. PETERSEN

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Chicago, IL 606022

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mpetersen@ngelaw.com

EXPERIENCE

Neal, Gerber & Eisenberg, LLP, Chicago, IL

Partner, January 2007 – Present / Senior Counsel, June 2004 – December 2006

Advised and counseled public- and private-sector clients in various large ERP and other software licensing and implementation transactions, routinely negotiating with nationally-recognized software licensors and implementation services providers, as well as a broad range of smaller or niche vendors. Negotiated resolutions to several troubled ERP implementations, achieving successful outcomes and completion of the ERP projects for the clients. Represented clients ranging from technology start-ups to Fortune 100 companies, in addition to various public-sector entities, in an extensive array of other information technology-related transactions.

Gordon & Glickson LLC, Chicago, IL

Associate, September 2000 – May 2004 / Summer Associate, Summer 1999

Drafted and negotiated a wide variety of information technology contracts for both public- and private-sector entities, including contracts for a \$1.4 billion call center outsourcing, ERP license and services agreements with major vendors, and various ASP, Web hosting, e-commerce, licensing, development, and services agreements. Created firm's standard form outsourcing agreement. Counseled health-care clients with regard to HIPAA compliance.

National Semiconductor Corporation, Intellectual Property Group, Santa Clara, CA

Intellectual Property Intern, Summer 1998

Revised standard form IP licensing terms and conditions and various licensing agreements. Researched antitrust, attorney-client privilege, and patent validity and infringement issues.

CIGNA Corporation, Information Systems Division, Philadelphia, PA, 1985-1997

Promoted through various technical positions in information systems as computing environment of major insurance company evolved from mainframe, to distributed processing, to client/server, and finally to the advent of the World Wide Web and intranets.

EDUCATION

University of Michigan Law School, Ann Arbor, MI

J.D., Cum Laude, May 2000

Darrow Scholarship Recipient / Best Appellate Brief Award in Legal Practice Course
Michigan Telecommunications and Technology Law Review, Executive Technology Editor
Intellectual Property Students Association, Secretary

Santa Clara University School of Law, Santa Clara, CA

High Tech Law Summer Session, Summer 1998

Courses on Drafting License Agreements, Legal Issues of Startup Technology Companies

University of Minnesota, St. Paul, MN

M.S. in Animal Science / Statistics, Mar. 1984

Land O' Lakes Graduate Fellow

Animal Science Research Assistant

Published three scientific articles in *Journal of Dairy Science*

MILTON L. PETERSEN

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Iowa State University, Ames, IA
B.S., with Distinction, in Dairy Science, Dec. 1981
Phi Kappa Phi Honor Society

ASSOCIATIONS

American Bar Association, Illinois Bar Association, Chicago Bar Association

BAR ADMISSIONS

Illinois, 2000

PUBLICATIONS

Technology Contracting in the Public Sector, chapter published in *Case Studies on Digital Government*, Bruce A. Rocheleau (Ed.) (2007), Hershey, PA: IGI Global (*see <http://www.igi-pub.com/books/details.aspx?id=6729>*).

Developing a Winning IT Negotiations Strategy, published in *Journal of Healthcare Information Management* (Winter, 2003).

Legal Protections Related to Security Concerns, published in *Journal of Healthcare Information Management* (Summer, 2003).

Struggling to Comply with HIPAA Transactions and Code Set Standards by the Deadline? Consider Filing for an Extension, published in *Inside HIPAA Compliance* (Spring, 2002).

Business Associate Agreements, published in *InsideHIPAA.com* at http://www.insidehealth.com/private_dir/business.associates.html (December, 2001).

PRESENTATIONS

Contractual Protections in an Unstable Industry, Annual Conference of the Downstate Illinois Chapter of the GFOA (Government Finance Officers Association), Utica, IL, August 6, 2004.

Buyer Beware: Procuring Software & Services in an Unstable Industry, 98th Annual Conference of the GFOA, Milwaukee, WI, June 14, 2004.

A Sprint Through HIPAA, Computer Law Committee meeting, Chicago Bar Association, Chicago, IL, December 16, 2003.

Compliance Countdown: Real World Strategies for Implementing the HIPAA Privacy Regulations in Illinois, Illinois State Bar Association Health Care Section, Southern Illinois University School of Medicine Seminar, Chicago, Illinois, April 19, 2002.

INTERESTS

Art pottery, gardening.