

Management Committee

Business Item
Item: 2010-238 SW

Meeting date: June 23, 2010

ADVISORY INFORMATION

Date:	June 4, 2010
Subject:	Request for Waiver of Conflict – Dorsey Whitney
District(s), Member(s):	
Policy/Legal Reference:	Minnesota Statute § 473.129, subd. 3
Staff Prepared/Presented:	Donald Muetting, General Counsel 651.602.1463
Division/Department:	Office of General Counsel

Proposed Action

That the Metropolitan Council:

waive any conflict of interest and consent to Dorsey & Whitney LLP representing and advising Seagate Technology LLC in responding to the Metropolitan Council Environmental Services' Petrofluorochemical (PFC) and Fluorotelomer Inventory Form that was sent on April 30, 2010 to MCES permit holders including Seagate; and,

authorize the General Council to execute any documents necessary to effectuate such waiver.

Background

The law firm, Dorsey & Whitney LLP represents the Metropolitan Council and provides legal services pertaining to public finance, public law, construction and engineering, contracts, and other general legal matters. Dorsey is currently providing legal services to the Council on issues involving public finance and in litigation involving a construction contractor's claim for additional compensation. Dorsey is not representing or advising the Council with regard to any matter related to the MCES inventory form.

Dorsey has requested a waiver that will permit it to advise Seagate in completing and submitting the MCES inventory form but the Council does not waive the conflict with respect to any litigation or other adversary proceeding in which Dorsey would be representing or advising Seagate in opposition to the Council. Attached are copies of the conflict waiver letter from Dorsey & Whitney and the MCES inventory form and cover memo.

Issues

Whether to consent to the waiver of a conflict of interest in connection with Dorsey & Whitney's representation of Seagate Technology LLC in responding to the MCES inventory.

Recommendation

The Office of General Counsel has no objection to Dorsey & Whitney's request and recommends that the Council give its consent.

JAY LINDGREN
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FAX (612) 340-8800
lindgren.jay@dorsey.com

June 9, 2010

Via Electronic and U.S. Mail

Donald J. Muetting
General Counsel
Metropolitan Council
390 Robert Street North
St. Paul, MN 55101-1805

Re: Perfluorochemical and Fluorotelomer Inventory Form

Dear Mr. Muetting:

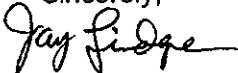
Dorsey & Whitney LLP ("Dorsey") has been asked to represent and advise Seagate Technology LLC ("Seagate") in responding to a request by the Metropolitan Council regarding Seagate's use of perfluorochemicals and fluorotelomers, and matters, other than litigation, that may arise from responding to that request. The Metropolitan Council Environmental Services, Industrial Waste & Pollution Section, ("MCES") issued an inventory form on or about April 30, 2010 requesting Seagate to conduct an inventory regarding the use of chemicals and the materials at certain facilities in Minnesota and, based on that inventory, to provide certain information to MCES regarding products used at these facilities. We understand that Dorsey's representation of Seagate in this matter may be adverse to the Metropolitan Council. Dorsey currently represents the Metropolitan Council and Seagate on various unrelated matters.

Professional rules require a law firm to obtain client consents before representing one client on a matter which is directly adverse to another current client, even though the representations are on unrelated subject matters. In requesting this waiver, we assure you: (1) that we will not use confidential client information in any way to either client's disadvantage; and (2) that we will be able to fully and properly represent the Metropolitan Council and Seagate Services and their affiliates on their separate matters without our representation of either client being affected by our representation of the other client. We understand that you represent and advise the Metropolitan Council in giving the consent requested.

The purpose of this letter is to request a waiver of an actual conflict of interest in connection with Dorsey & Whitney LLP's representation of Seagate in the above referenced matter.

Donald J. Mueiting
June 9, 2010
Page 2

Please sign this letter and return it to me if it is acceptable to you.

Sincerely,

Jay Lindgren

cc: Stephen Haines, Seagate Technology LLC
B. Andrew Brown, Dorsey & Whitney LLP

Accepted and agreed to this _____ day of June, 2010:

Metropolitan Council

By: _____
Name: _____
Title: _____

Accepted and agreed to this _____ day of June 2010: