

**SPENCE FLATGARD,
LEGAL COUNSEL, PLLC
ATTORNEY AT LAW**

210 East Capitol Street
Suite 500
Jackson, Mississippi 39201
Spence Flatgard
Direct Dial: 601-672-5917
Facsimile: 601-948-1506
sflatgard@flatgardlaw.com

January 17, 2017

Madison County Election Commission
Post Office Box 1626
Canton, Mississippi 39046

Dear Commissioners,

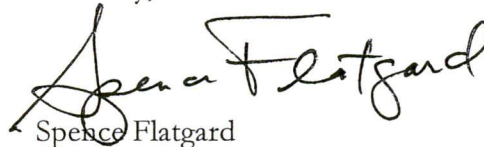
I enjoyed representing the Madison County Election Commission from 2004-2015 and each of you as Election Commissioners. I welcome the opportunity to serve as your counsel again pursuant to Mississippi Code Section 23-15-219(1).

I will work for Madison County at a discount from my regular hourly rate, at the lowest rate of any of my clients, at \$185.00 per hour. I won't charge mileage for driving to and from Canton. I will include in my bills a request for reimbursement of any charges that I incur in my representation such as such as postage, copies, or court fees.

Should this engagement letter meet with your approval, please indicate your acceptance by signing below. If you would, then please forward this letter agreement to the Madison County Board of Supervisors for their consideration and approval.

Again, thank you for the opportunity to serve you and the voters of Madison County.

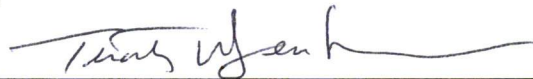
Sincerely,



Spence Flatgard

On behalf of the Madison County Election Commission, the terms set forth in this letter are approved.

BY:



~~President~~, Madison County Election Commission *Chairman*

DATE:

17 JAN 17

On behalf of the Madison County Board of Supervisors, the terms set forth in this letter are approved.

BY:

President, Madison County Board of Supervisors

DATE:
