

1 8 minute pause
2 Phone ringing
3 FISHER: Bill Fisher.
4 JOHN LEWIS: Hi Bill, John Lewis.
5 FISHER: Hey John how are you?
6 LEWIS: Good. Good. I was just calling 'cause I was
7 running a few minutes late, but I'm coming down the
8 toll way right now.
9 FISHER: OK.
10 LEWIS: But I'll see you in a few minutes.
11 FISHER: OK, ahem exit Harvest Hill.
12 LEWIS: OK.
13 FISHER: Ahem and when you exit there, go right on
14 Harvest Hill, turn in left where the sign is there for
15 the Hilton Hotel.
16 LEWIS: OK.
17 FISHER: And the very first parking lot there on your
18 left is for buildings 2 and 3. And we're in Tower 2
19 ahh suite 1235.
20 LEWIS: OK.
21 FISHER: Alright.
22 LEWIS: I'll see you in you in a few minutes.
23 FISHER: Bye' bye'.
24 A long pause - 3+ minutes
25 Phone ringing

1 FISHER: Long pause - 7+ minutes
2 Dialing phone
3 Phone ringing
4 DR. GARY BRENDEL: Hello this is Dr. Gary Brendel. If
5 this is an emergency on a....
6 FISHER: Hung up phone
7 Dialing phone
8 Phone ringing
9 AMY: Hi you've reached Amy UI Capitol, I'm either on
10 the other line or I'm away from my desk. Please leave
11 a message and I'll get back to you as soon as I can.
12 Thanks.
13 FEMALE VOICE: I'll record your message at the tone.
14 When you're finished, hang up or stay on the line for
15 further options. Beep. Pause Thank you. If you'd
16 like to add to your message, enter 1. To listen to
17 it, 2. To leave a...
18 FISHER: Hung up phone
19 Knocking at door
20 FISHER: Yeah, I'm on the phone what's up?
21 Door opened
22 FEMALE VOICE: Kevin Dean.
23 FISHER: Pardon?
24 FEMALE VOICE: Kevin Dean.
25 FISHER: Yeah. Tell him I'll be right out to get him.

1 Thank you. Appreciate it Renee.
2 RENEE: You're welcome.
3 Closed door
4 FISHER: Are you there? Yeah, I'm gonna have to drop
5 you here, I've got a visitor. Thank you.
6 A long pause
7 FISHER: Hi guys. UI....come back.
8 FEMALE VOICE: UI
9 FISHER: As far as what?
10 MALE VOICE: UI....
11 FISHER: UI Divide and conquer here. Thanks.
12 A long pause
13 Voices and knocking on door
14 KEVIN DEAN: You ready for visitors?
15 FISHER: Yeah, actually I'm ready for John, Kevin, I'm
16 gonna need to ask you to wait for a couple of minutes
17 FEMALE VOICE: UI...
18 FISHER: I didn't know you were coming.
19 LEWIS: You didn't know he was coming?
20 FISHER: No.
21 LEWIS: Oh,....
22 FISHER: Alright. You UI, UI will you give ahh Kevin a
23 coke or coffee or whatever he needs here so? Alright.
24 OK.
25 MALE VOICE: UI

1 FISHER: No, I didn't know ahh...

2 MALE VOICE: UI

3 LEWIS: I thought you wanted both of us.

4 FISHER: No, no, just you.

5 Closed door

6 FISHER: Just you. So I mean I don't mind ahh Kevin

7 comin in, but there's some stuff you and I need to

8 cover, and I know you represent Kevin so. Frankly,

9 some of the things I wanta talk about laugh I don't

10 wanta talk about in front of him so.

11 LEWIS: UI

12 FISHER: Ahh do you want something to drink? You want a

13 coke...

14 LEWIS: I'm UI...

15 FISHER: Or coffee or something?

16 LEWIS: I'm just gonna...

17 FISHER: OK. Alright. No problem well I just you know

18 as I mentioned to you on the phone there's some stuff

19 I wanted to go over and what we're trying to get done

20 here, understand better what's going on and you know

21 express my concern again which I guess didn't really

22 come across here. Ahem at our meeting. I mean and as

23 I mentioned on the phone, you know, Kevin's jumping my

24 bones at the meeting like somehow I'm being

25 unprofessional and fire drilling this thing or not

1 doing what I'm supposed to do and, you know, you have
2 to realize John you know I met you and Kevin through
3 Ron Ferguson. I've known Ron probably for six or
4 seven years, and I've been doing affordable housing
5 here you know since 1997 so you know we're starting to
6 getting up there to, to eight years so.

7 LEWIS: Yeah.

8 FISHER: But one thing is you know this is my area of
9 expertise for you know how the business runs, how the
10 projects get financed...

11 LEWIS: Mm-hmmm.

12 FISHER: How these budgets work, how we're able to
13 draw money, how we account for money. You know in the
14 background this is an Internal Revenue Service
15 program, 142 of the Code are the tax exempt bonds,
16 Section 42 are the credits.

17 LEWIS: Mm-hmmm.

18 FISHER: You know everything we do is subject to audit.
19 You know I have lenders and investors in the projects
20 so despite Kevin's feelings somehow that you, UI your
21 document you know which I got like 11: 00 that night.
22 And sign it and commit to the money in you know 10
23 hours or something is, you know?

24 LEWIS: Hmmm.

25 FISHER: Frankly that, that's what's inappropriate and I

1 didn't wanta jump his bones that as I mentioned 'cause
2 that's just wasn't gonna be productive, but, you know
3 frankly I'm upset about it. You know I, I consider
4 this whole approach about trying to fire drill this
5 letter ahh here at the last minute to be
6 unprofessional. I, I consider it to be highly risky
7 under the circumstances so ahem...

8 LEWIS: Well, you know, it's like I told Kevin. I think
9 ahh, I'm glad it didn't go through. That way we have
10 an opportunity to sit down and kinda figure out whose
11 on first. And what the relationship between the
12 parties are gonna be. Let's get that all ironed out
13 so when, when this time when it comes around we don't
14 have this fire drill going.

15 FISHER: Not only that, but I think really that one
16 thing that seems to come out clear in ahh Kevin's
17 communication is the possibility of an ongoing
18 relationship. And ahh certainly one of the reasons
19 why I'm pursuing this is I do wanta try to do some
20 business in south Dallas, and you know frankly with,
21 you know, Don's district is the majority of the area
22 to develop and ahh...

23 LEWIS: Mm-hmmm.

24 FISHER: You know I'm locked out at this point under
25 the current ahh circumstances so I'm certainly

1 interested in doing ahh business at the same time I
2 don't want to cut my throat.

3 LEWIS: Right.

4 FISHER: On one project for us, you know, this is a 60
5 million dollar business, you know?

6 LEWIS: Yeah.

7 FISHER: My job in this shop is to do the entitlement
8 work, you know work...

9 LEWIS: Mm-hmmm.

10 FISHER: Through the zoning, get these projects
11 approved and financed. You know my responsibility
12 here is to protect everybody in the organization,...

13 LEWIS: Sure.

14 FISHER: My family, the employees, everything else.

15 FISHER: I perceive your role frankly on Comer's and
16 Kevin's side as, you know, making sure you're
17 protecting...

18 LEWIS: Right.

19 FISHER: Their families, their businesses, etc.
20 'cause they don't wanta do it for a one-off project
21 and I don't either.

22 LEWIS: No.

23 FISHER: So, the issue there is I think whatever we come
24 up with UI has to be thought out in a manner that
25 OK, well we get West Village done, three months later

1 we got another project in District 5.

2 LEWIS: Mm-hmmm.

3 FISHER: Ahh we have to have some kind of well thought
4 out mechanism here for handling our, you know,
5 business relationships.

6 LEWIS: Right and on-going projects that, that will come
7 up from there.

8 FISHER: UI You know it really has to be
9 thought ahead, and the one thing that I've certainly
10 figured out from looking at our current document
11 structure is that that's just not you know? That's
12 not gonna happen ahh I think the way it's currently
13 set up. Not that we can't do it for this one, but
14 like I said it needs to be thought through. You'd
15 mentioned the other day about trying to keep the
16 circle small here (laugh) about the the folks involved
17 and frankly that's the reason why I asked Kevin to
18 work out 'cause I feel like my responsibility for my
19 group is to protect us and your...

20 LEWIS: OK.

21 FISHER: Responsibility for your group is to protect
22 you.

23 LEWIS: No problem.

24 FISHER: So I figure that if we can keep this dialogue
25 to you and me we're going to limit the folks that are

1 really involved with any details.

2 LEWIS: I agree. I agree. You know I, I didn't
3 understand that, that's what you wanted the
4 conversation on because if that was the case, I would
5 have met with you privately; just you and I.

6 FISHER: Well that's fine and I'm sorry that that wasn't
7 clear, but you were the only one I called so I hadn't
8 mentioned the meeting to Kevin....

9 LEWIS: Oh, OK.

10 FISHER: And so, and if we need to, you know, I'll
11 bring him back in or we'll, we'll sit with him for a
12 minute just to make him feel like he's not left out.
13 So, you know, the, you know, obviously what we're
14 trying to accomplish here requires a level of trust
15 and we need to keep the group small.

16 LEWIS: I agree.

17 FISHER: The, you know, I don't really know you. You
18 really don't know me.

19 LEWIS: Exactly.

20 FISHER: But the people that know me that brought all
21 this together which is Ron Ferguson, you know, he and
22 I have done business on and off for you know six or
23 seven years. He knows me, he's an established player
24 on the south side of town so you know one thing that's
25 kinda got my concern up since the beginning as you

1 know kinda the first thing in our meeting the other
2 day was, you know, let's not include Ron. You know
3 and then again I didn't object with it at the time,
4 but I think realistically, you know, you guys want me
5 to trust you to, to pull this thing off...

6 LEWIS: Mm-hmmm.

7 FISHER: In a manner that is effective for everyone.

8 LEWIS: Right.

9 FISHER: But again I don't know you and the person that
10 would be vouching for you is kinda out of the deal.

11 And I'm not suggesting we bring Ron in, but you
12 understand that,...

13 LEWIS: Right.

14 FISHER: That's you know?

15 LEWIS: I understand your comfort level where you're
16 being introduced to us through somebody, but you know,
17 I have a, I won't have a problem with Ron being in
18 your confidence or anything like that. The thing that
19 what I wanted to accomplish is that ahh on a
20 transaction like this ahh the fewer people that are
21 sitting down making these decisions on how this deal
22 is being put together makes it a lot easier for us to
23 sit down and be reasonable about what needs to be done
24 and how to get it done. Ahh I'm more concerned with
25 ahh long term if you're gonna have a relationship with

1 them, how do we structure this relationship to go
2 forward, how do we make it so because ahh the
3 opportunity for development and growth in Dallas is
4 really going south, it's not north. And how do we
5 structure this to make it work where ahh future
6 projects is beneficial not only for you, but for, but
7 for us, to make it easier that you can ahh identify
8 projects down there, put 'em on the drawing board with
9 comfort to know that if we do these things it's gonna
10 happen. You know what I mean? And that's one of
11 those things where our relationship has to grow on,
12 on, on a trust relationship and the only way that's
13 gonna happen is for us to work together. And I don't
14 have a problem with that. You know I, I've done
15 affordable housing since ahh 1990. I used to be ahh
16 the national rep for the RTC where I'd go around and
17 train the other lawyers nationwide on how to do
18 affordable housing deals. And how to put ahh work
19 with them on the credits when we're selling to
20 developers, when we're fire selling a lot of that and
21 all the land use restriction agreements. That's what
22 I did in, in the 90's also. So I'm very familiar with
23 the affordable housing deals. I work with non-profits
24 on putting ahh bond packages together or buying
25 apartment complexes. So I'm very familiar with what

1 you're doing and what you, and that accountability
2 that you have. What I'm, what I think that we can
3 bring and that's beyond just what we need to do to
4 get, to get the project going in ahh, in, in the
5 southern sector. Is ahh, some of, the community
6 development piece that would help enhance your
7 project. That makes it a lot easier for people ahh at
8 City Hall to look at the project and say you know
9 what, we really want this project in this district.
10 And we want more projects like this because now the
11 commercial community development side is what really
12 turns this whole deal. You know, you know it's all
13 about relationships and all that other stuff too, but
14 with...

15 Phone ringing

16 LEWIS: But for me if the project didn't make sense.
17 You wouldn't be doing the project if it didn't make
18 dollars and cents...

19 Phone ringing

20 LEWIS: For you all's organization. What my job is,
21 is to make it make sense not only for...

22 Phone ringing

23 LEWIS: The people I represent, but it makes sense
24 for people in the community. You know,...

25 Phone ringing

1 LEWIS: What are we doing in the commercial side in
2 our community development side to make it worth the
3 community's while to have this project down there and
4 to have more projects like it. That's what I bring to
5 you. Just to help you develop that side, and it make
6 sense not only to the people at City Hall, it makes
7 sense to the people in the community that they want
8 you not only to build this one, but to build more.

9 FISHER: (Sounds like hand clap) And I'm, but I'm glad
10 you've got some affordable housing experience. I
11 think that'll help ahh, you know, Kevin and, and his
12 team. I don't think there's any question about it.
13 You know frankly I have always been the community
14 development guy, you know,...

15 LEWIS: OK.

16 FISHER: In the southern sector. The council members
17 down there will tell you, but this is again how Ron is
18 in the loop here. The only developer that really uses
19 local Dallas contractors and minority, community-base
20 minority contractors is me. That hasn't done me any
21 good.

22 LEWIS: Right.

23 FISHER: It done me zero.

24 LEWIS: Yeah.

25

1 LEWIS: Right.

2 FISHER: You know ahh, you know, wish you'd been at the
3 first meeting. We had the first meeting with Comer
4 and ahh Ron and ahh, and ahh Kevin. And, you know,
5 basically that was their message. You know buddy you
6 do good projects really everybody knows that you're
7 the only guy that really does what he says he's gonna
8 do. Really reaches out to minorities, uses them on
9 the, they really get work, they get quality work.
10 That kind of stuff, but you know you got all your
11 projects turned down six months ago 'cause you're not
12 being competitive.

13

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19 LEWIS: Right.

20 FISHER: We have, you know, established relationships,
21 established conduits to the council members
22 particularly the District 5 council member, and we'll
23 help you put yourself in a position where it really is
24 just between you and your project and isn't about the
25 other person,...

1 LEWIS: Right.

2 FISHER: You know, spending a whole lot more money
3 than you are. So this is how this whole process got
4 going, and when we ahh, you know and frankly that's,
5 you know, really the purpose, you know,...

6 LEWIS: Mm-hmmm.

7 FISHER: Of our ahh, you know, getting together here
8 was just to get into a position where Kevin and his
9 group can get some work but that you all could get
10 these projects approved in the southern sector. Kevin
11 and Comer can handle all of these conduit issues with
12 the council people and all I have to do is budget for
13 them and, you know, know how and when
14 I, I'm gonna pay. Ahem you know on one hand I don't
15 want really wanta hear a lot of details, but on the
16 other hand really I feel that we're gonna have to, that
17 you and I are gonna have to have some understanding
18 about how this is being accomplished. And I say that
19 because let's just take for example what the current
20 proposal is. And the problem that I have with the
21 current proposal is that I don't think it's
22 repetitive. You know we're taking 250 which is I
23 understand the number we're spreading it over five
24 projects. Well fine, I've got five projects now it's
25 not that enormous a...

1 LEWIS: Right.

2 FISHER: A burden, but again two months from now we
3 got another project, and if the number...

4 LEWIS: Yeah.

5 FISHER: Ahh down town is \$200,000.00 or \$250,000.00,
6 you know I'm not sure we'll have five files to spread
7 it over.

8 LEWIS: Right.

9 FISHER: Ahem so I, you know, we need to be thinking
10 about that. I think the other thing we need to think
11 about is, you know, the newspaper re-reporter comes in
12 knocks on your door and says you know you do a lot of
13 business with, you know, Odyssey Partners out there
14 and you know they paid you a lot of money for work.
15 You know, what'd you do for them and oh by the way,
16 you know, we understand that you know you paid Joe
17 Blow Consulting Firm down stream of you a lot of the
18 money...

19 LEWIS: That's not gonna happen.

20 FISHER: Well, but you know it's,...

21 LEWIS: Not, not in anyway.

22 FISHER: It's, it's well I understand, but the, the
23 whole, the whole idea is we all have to be on the same
24 page. So when somebody comes and knocks on the door...

25 LEWIS: I agree.

1 FISHER: Why did you pay John Lewis' firm
2 250,000.00? I have to tell them the same thing you
3 tell them.
4 LEWIS: Right.
5 FISHER: You have, you'd have a retainer agreement that
6 supports that right?
7 LEWIS: Right.
8 FISHER: You're proposing sending me invoices to support
9 that.
10 LEWIS: And I will and I'm gonna do some active things
11 too. Not only helping in that regard, but to help on
12 the commercial development side that will warrant
13 that.
14 FISHER: The, you know, again that work product issue
15 again we need to have some work product I guess to
16 show. Ultimately, you know, I understand that a lot
17 of this money is going down stream to the council
18 member. And, you know, we don't really have to beat
19 that as a dead horse. I'm concerned how that gets
20 there so again if somebody comes and knocks on the
21 door, I paid you and we UI, so I'm explaining it that
22 way. When somebody asks you, you tell 'em the same
23 thing and then when, I'm not sure how you're handling
24 and getting it; but then whoever's door they knock on
25 'cause I know you wouldn't be paying them directly,

1 that says you got money from the Lewis firm, that
2 we're all saying the same thing. I don't consider the
3 likelihood of that event ever happening to be very
4 high or we wouldn't be having this conversation. I
5 don't see this...

6 LEWIS: OK. To me the, the great thing about when you
7 engage, ahh when you engage a law firm, it's just like
8 all other firms you have engaged. The, the attorney
9 client privilege is absolute. And the things that you
10 hired me to do as long as you can assess the value to
11 what I'm doing for you, who can, who can ahh question
12 a subjective thing? If you hire me to, to, to help
13 you identify and locate ahh commercial businesses to
14 come to that area, there's a lot of due diligence work
15 that will have to be done to fit that area. Ahh, you
16 know, you do a lot of community development pieces,
17 you know, I have some ideas on some things that could
18 add value to your project that I want to bring there.
19 There's just one of the things I wanta look at, you
20 know, ahh is a small bank to, to come in and maybe
21 take some space down there with us that could serve
22 the community. Ahh, I'm already working with Hibernia
23 National Bank. They have a community development ahh
24 part that are doing things in the southern sector. I
25 am talking to the president of the Community

1 Development Bank of Hibernia. I'm going out to New
2 Orleans on May the 3rd to meet with them on some other
3 projects. But one of the projects I wanted to pitch
4 him on is that we are building an apartment complex in
5 the southern sector that is under banked that Hibernia
6 could have a foot hold because they are in the
7 northern suburbs. They, they, they're, they have no
8 location down there. This will help them in their
9 community re-investment dollars under CRA. It'll be
10 great for us to have a bank that may give people a
11 second chance to start banking down there. It'll, it
12 will appeal to the city council that we are attracting
13 businesses that would not come to that area, but for
14 our project. That's the value that I bring to you,
15 and that's the stuff that I will build and document
16 for you to show that I'm doing those things. You
17 know, I'm not looking for a down stream fluff. I'm
18 looking for this project to be very successful. And
19 if I do my job right for you, then you will, you will
20 not have any future problems getting your projects
21 passed and approved in the southern sector. I've laid
22 out a plan on how the additional things we need to do
23 to, to, to make this more attractive to the southern
24 sector, to the mem, to the members of, of the city
25 council so when they look at your project, but even,

1 even with a even footing, you know and to look at what
2 you're doing, and look at what Southwest Housing
3 doing, you do a quality project. Everybody already
4 acknowledge all of that. What is the difference? How
5 do we tilt that where when somebody comes back and
6 look at why all of a sudden Odyssey is getting this
7 opportunity to start doing these things? We're gonna
8 do value added. We're gonna bring some things that
9 are gonna be value added and is undisputed that wait a
10 minute you don't see this in a Southwest Housing
11 project. You know? I can see why the council changed
12 their mind and started to, started going and
13 developing yours because look at the additional things
14 we can start bringing to the table. That's what I
15 see. I'm not ahh you know ahh I've been practicing
16 law too long to get caught up in stupid stuff, and to
17 do stuff that, that, that is careless. Ahh what I see
18 is the opportunity of what you're doing to bring this,
19 to bringing the same competent level of apartment
20 complexes and quality living for people in the
21 southern sector that's been denied for years. And
22 with that you give, you will give me a vehicle to help
23 bring the other businesses who would, would not go
24 down there. You know? One of the things I want to
25 discuss with you is OK, how many square feet of retail

1 space are we gonna have there to, to lease out and,
2 and you know what is the configuration tentatively
3 gonna be so we can start looking at what are the kind
4 of businesses we want down there that will make people
5 in City Hall stand up and say, you know what? Odyssey is
6 doing something that's really outside of the box. They
7 not just putting in an apartment complex and looking to
8 walk away. Those commercial entities that we put in
9 there which is part of the community development piece
10 will become institutions in those communities. By
11 bringing those kind of institutions south of the
12 Trinity River, the council has to applaud you. The
13 next time you go with laugh another deal, they're
14 like he's gonna bring what to this? They got to
15 applaud you.

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23 LEWIS: And I had another, and I after that
24 conversation, ahh it has changed. It really has.

25 FISHER: (Sigh) The (pause) the issue of the 250 when I

1 first talked about the 2, you know first of all when I
2 first
3 met with Comer and you know Kevin? You know. You
4 know we were talking like \$50,000.00 and then there
5 was talk of 10 or 15 and ahh you know they, somebody,
6 Venita was at the deal. She got into trouble for
7 saying well if it's, you know, if, you know, they're
8 not gonna take the money I'll take the difference.
9 And that got her into trouble so she wasn't involved
10 anymore. But so you know from my view point this
11 number has changed dramatically from when it was gonna
12 be 50 up to 250. Ahem if this is what is required,
13 you know, we had this discussion on the phone briefly
14 when we were trying to fire drill the thing. If this is,
15 if this is a pass through to Don or to whoever needs
16 it then that's fine. I'll, I'll pay that amount. I
17 would understand if you needed to have a mark up in it
18 or something to pay taxes or whatever it might be, but
19 frankly I got, you know I have all the legal and
20 community support services. The role here that Kevin
21 and Comer and those guys were gonna do was basically
22 handling the council member. And all I would have to
23 do is pay and the zoning would be taken care of and
24 you know. And, and so I wouldn't, I don't really
25 need to hire anybody else. I'm not looking for any

1 consultants or anything else. Kevin brought you to me
2 'cause I understood that you were going to handle
3 taking care of the council member in some manner that
4 would not get us all into trouble. So ahem and
5 obviously whatever, you know, Southwest Housing is
6 doing out there they're doing effectively 'cause you
7 know certainly nobody's gotten in trouble over there
8 and they got five projects most of which are in Don's
9 district.

10 LEWIS: UI

11 FISHER: So the purpose of the meeting today was say
12 look you know we need to keep this circle small. I,
13 I told Kevin this, I'm not, I'm not gonna pay
14 anymore money than basically what the council member
15 is requiring. I mean I understand with you involved
16 it might require some additional fee, it might require
17 some tax money whatever it might be. But I wasn't
18 looking to hire a consultant for a quarter of a
19 million dollars to get the thing zoned. You know I've
20 already been down that path. I mean I paid Suzan
21 Kedron and I've paid Kathy Nealey, I've paid Darren
22 Reagan. And I haven't gotten anything ahh out of
23 there so I'm done paying consultants. So...

24 LEWIS: Ahh...

25 FISHER: Ahem the purpose of the meeting today here

1 is saying look well let's get down to brass tacks on
2 how we're actually gonna pull this one off, and let's
3 set it up in a manner that I understand what the money
4 re, requirement is gonna be in each project. So let's
5 figure out a mechanism to do it in a manner that is,
6 that, that you're comfortable with and that I'm
7 comfortable with that's not gonna get everybody in
8 trouble when we can do all the other positive things
9 that you've talked about. I'm not foreclosing doing
10 other things, but we have to begin with getting the
11 projects done...

12 LEWIS: Well, you know, we go nowhere unless the project
13 gets approved.

14 FISHER: That's right.

15 LEWIS: You know, that's the bottom line. Everything
16 else we talk about is moot without the project being
17 approved.

18 FISHER: OK.

19 LEWIS: Ahh one of the things I'm more concerned with I,
20 I don't like you know, I'm not into what goes where or
21 whatever and I'm here to provide a service. I'm here
22 to provide not a consulting service; I'm a lawyer.

23 FISHER: OK.

24 LEWIS: I'm here to help you put your deal together that
25 makes it such that it's passable not only through

1 litmus tests of legally when people looking at what
2 you're paying for what services, but you also get
3 value added. You know? That's what I'm here for is
4 to help you put your project in the best possible
5 light where not only it will be passed, but it will
6 also add value to your projects. You know, I know you
7 say you don't need anybody on the consulting side, you
8 don't need anybody on the community development side,
9 you have that. You know your project the way it
10 stands, you know, it's a beautiful project. You know
11 it really is. You've done a wonderful job, but you,
12 you're running into an obstacle that, that you haven't
13 been able to go around, you know? I'm not one that's
14 a regular player down there because I don't wanta be
15 involved in that. I'm a worker. You know? I go out
16 everyday, I do my job I am a very effective advocate
17 for my client and I move on. One of the things I'm
18 trying to do here is show my client that what you're
19 doing is bringing something to, to the table. And if
20 you gonna do any kind of joint venture with, if you gonna
21 do any kind of partnership agreement with 'em on the
22 next four or five deals, it has to be more than just a
23 pass through. They have to bring value, they have to
24 have some contribution to this project. You know?
25 Just doing that I really don't want to be involved in

1 that.

2 FISHER: Well, but I think that's, you just hit the nail
3 on the head. The value added exchange here is you
4 know Kevin's firm is getting what four, you know, he's
5 getting probably ten or twelve million dollars worth
6 of concrete work. If you add the four projects up
7 together that we have, the amount of concrete work in
8 each including Dallas West Village. You need to take that
9 go ahead and take that...is probably... Pause

10 LEWIS: Hello.

11 FEMALE VOICE ON PHONE: UI right now.

12 LEWIS: OK.

13 FEMALE VOICE ON PHONE: UI...

14 LEWIS: OK. I will be out there shortly. I'm finishing
15 up a meeting right at 635 and ahh in Lincoln Center,
16 but just wait and let them get started...

17 FEMALE VOICE ON PHONE: UI

18 LEWIS: OK. I'll be out there shortly.

19 FEMALE VOICE ON PHONE: UI.

20 LEWIS: Thank you.

21 FEMALE VOICE ON PHONE: Thank you. Bye'.

22 LEWIS: Bye'.

23 FISHER: Like me always working and....

24 LEWIS: Always.

25 FISHER: Always running a little behind. Too much to

1 do so.

2 LEWIS: Always over booked. Laugh You know, but...

3 FISHER: So you know you realize Kevin is getting you

4 know this in this bargain that he and Comer bring

5 'cause he's getting four or five construction

6 contracts that are worth 10 or 12 million bucks. And

7 he's basically getting the right to, you know, get the

8 preference and the bid he gets to see everybody else's

9 bid and get the work as long as he can, you know, put

10 a number in there that'll, that'll work.

11 LEWIS: It appears.

12 FISHER: So he's also putting himself in a position

13 where he's getting 25% of the development so, you

14 know, you're on his team really from what, you know,

15 that, that is more than enough money for doing

16 lobbying and other stuff. That's more, vastly, you know

17 frankly it's probably more than I should do. Then we

18 have this issue of this 250. And I would never agree

19 to a nickel if it wasn't to cover a direct expense.

20 LEWIS: Hmmm.

21 FISHER: And I had that discussion with Kevin and Comer

22 and I said look don't put me in an awkward position I

23 have to have the number 'cause I have to budget for

24 it. I have to know I can pay for it. I have to know

25 when I can pay for it because you know this, I...

1 LEWIS: Right.

2 FISHER: You know, we do draws,...

3 LEWIS: Oh yeah.

4 FISHER: Work construction in a development group you
5 are familiar with that. I've gotta make sure it's,
6 there's line items in the budget and then the
7 paperwork has to dovetail in and...

8 LEWIS: Mm-hmmm.

9 FISHER: And I can't commit to just money out of the
10 blue. I have to understand how it's gonna be drawn,
11 what line item it's gonna be I have to budget for and
12 we know it'll,...

13 LEWIS: Right.

14 FISHER: Be, beat dead horse. We've talked about
15 that.

16 LEWIS: Yeah.

17 FISHER: But the reality is the 250 is just unless it is
18 covering a direct expense of your group, and like I
19 said maybe with some handling cost, I mean it's not
20 money I'm gonna spend period. Why aren't I getting
21 all the benefit just hiring Kevin's company? Before
22 this whole thing even came up, I was hiring Kevin's
23 company. Kevin's company was getting the work of
24 Pecan Grove. Don Hill was turning down my project.

25 LEWIS: Mm-hmmm.

1 FISHER: So what it brings us around to which is if, you
2 know, Don is requiring to get paid. I know that and
3 you know that. So I, if you and I are gonna be able
4 to work together we're gonna have to
5 figure out how we're gonna have to do this in a manner
6 that you feel safe and I feel safe. If we can't do
7 this,...

8 LEWIS: I can...

9 FISHER: Then I've got a 60 million dollar business
10 and you got your law practice and neither one of us
11 want to be, have the District Attorney knocking on our
12 door.

13 LEWIS: Well,....

14 FISHER: So whatever gets handled here has to
15 be in a manner that you're comfortable with
16 and I'm comfortable with. Like I said when that, God
17 forbid, that knock comes on the door...

18 LEWIS: We're on the same story.

19 FISHER: You, we say the same thing and everything
20 else. Frankly I trust you to get the thing done.
21 Well, why is that? You know I think you've shown
22 you've got influence by whatever transpired here
23 before, but frankly the way the agreement's set up I
24 don't have to pay...

25 LEWIS: Yeah.

1 FISHER: Until you perform so there isn't much trust
2 there, issue there. So the issue has to be that, that
3 you and I have got to figure out. So OK fine, the
4 deal passes, I give you 50 here before it passes and I
5 give you another couple hundred a few weeks after
6 that, what's his name has to get his share. How is
7 that getting to him and how we gonna explain that
8 money trail when the day comes? If we can do that and we
9 can do it in a manner that you can say look, if it got
10 scrutinized, it's gonna pass the smell test, then I am
11 interested in going forward 'cause I feel like I'm covered
12 and the company's covered and ahem if we, if you and I
13 can't do that, then it's just not worth doing. So...

14 LEWIS: Well, one of the things that I'm a little
15 concerned with is just like you. There will never be
16 a direct paper trail goin anywhere.

17 FISHER: OK.

18 LEWIS: You know? Ahh...

19 FISHER: Well, yeah, we have you and I have to have a
20 paper trail.

21 LEWIS: Yeah.

22 FISHER: 'Cause you and I are changing money.

23 LEWIS: Well between us. Well between us there'll be a
24 paper trail...

25 FISHER: Yes.

1 LEWIS: ...because I'm gonna provide services for you;
2 you're gonna pay my firm to do that.

3 FISHER: You're gonna bill me? You're gonna put ahh
4 some work product in the files?

5 LEWIS: I'll actually do work to make sure it is covered
6 by...

7 FISHER: Right.

8 LEWIS: Gonna have to show that there's work and value
9 being done.

10 FISHER: What, what do you bill though? What you bill
11 250 an hour, 200?

12 LEWIS: I bill 250 an hour.

13 FISHER: OK. \$250,000 is a thousand hours.

14 LEWIS: Mm-hmm.

15 FISHER: You would have to spend half your year working
16 for me honestly to, to look somebody in the eye with a
17 straight face and say I really worked laugh off...

18 LEWIS: Yeah.

19 FISHER: 250 for Bill and again now you're a one man
20 shop and I'm familiar with the law practice that 250
21 would be a significant amount of your annual revenues.

22 LEWIS: Yeah, the, the only thing is...

23 FISHER: So I, I can see how it works with us, but
24 ultimately you're gonna have to have some expenses
25 down stream of the 250.

1 LEWIS: Right. The, the only thing on that Bill, you
2 know, I get paid especially on real estate development
3 deals when I work on clients. Sometimes ahh because
4 that's if I'm assisting on, on helping them put
5 together a package on the financing or doing some
6 other things for them, sometimes I get paid a
7 percentage of the project as my fee.

8 FISHER: Mm-hmmm.

9 LEWIS: You know, where it's not, I just don't have to
10 sit down and bill hourly 'cause we do contingency fee,
11 we do fixed fee because there will be documentation to
12 support what I'm doing, but it's not gonna be sitting
13 down doing an hourly bill and trying to bill up to you
14 know \$250.00 an hour to, to match up what, what's
15 being done.

16 FISHER: But ultimately money has to flow out of the
17 Lewis firm to cover this down stream expense and whose
18 ever in the loop on the down stream expense, has got
19 to be saying well I did work for John for this so when
20 somebody, you know, you get into this well you paid
21 the Lewis firm this and then they turned around and
22 paid Dave's Consulting Group and what work did they do
23 for you? What were they doing? Well, you know, I was
24 paying John to do this I don't why he was paying the
25 other... You know, you get into this, it's simpler if

1 everybody was saying look, I hired John this is what it is
2 I pay him Just like the Architect right? I hire an
3 Architect, the Architect does the architecture...

4 LEWIS: Right.

5 FISHER: He hires the MEP. He deals with the
6 structural engineer, they draw mechanical, electrical
7 and plumbing, he pays them, he gets the landscape
8 architect they draw, so I pay an architect but he's
9 turning around and you know I got a \$150,000.00
10 contract with the architect. Well, he's only getting
11 a portion of that money 'cause he's turning around and
12 having to hire other people down stream so people say
13 why did ahh, you know, why did ahh Perry Hescocock get
14 ahh money from you know BGO for your project? Well,
15 (clapped hands) that's simple. I have a contract with
16 BGO they handle the MEP's and the others. I paid
17 them, they paid the other guy, no UI , everybody's on
18 the same page. Hescocock says the same thing, BGO says
19 the same thing. You know, so again the, the paper
20 trail and the story all match out.

21 LEWIS: Right. But see that that's thinking ahh Bill,
22 in almost in a linear kinda thing where everything's
23 gonna be done where, well once you pay my law firm or
24 retain my law firm. You, you're thinking like
25 tomorrow I turn around and I write a check the next

1 day and you worry that well, they'll see money in
2 money out. You know? There are so many different
3 ways in, in so far as ahh other companies, other
4 things that, that I do business with that ahh getting
5 it where it needs to be is not a issue. You know?
6 FISHER: Well, then UI again we need to keep this tight
7 so the reality is for me to participate you need to
8 tell me how we're gonna do this 250 and if I'm happy
9 with it, we'll paper it up and we'll do it and if
10 we're, if I think it's not safe, then we won't. I
11 mean your piece, the issue of this you don't wanta
12 tell me and I understand your reluctance, but that
13 leaves me in a position where I have to trust you.
14 And the reality is if I give you 250 and you mishandle
15 it down stream in fact, whose ever you're working with
16 (clapped hands) does demand a check right away and
17 (stuttering) again there wasn't a lot of caution in
18 the way Kevin and everything it was coming out on.
19 You know a week or 10 days ago and so that's got my
20 concern up anyway. I wouldn't trust you anyway. This
21 is a new relationship.
22 LEWIS: Mm-hmmm.
23 FISHER: And so you and I are going to have to figure
24 out a way where we have an understanding of how this
25 mechanism's gonna work and cover the down stream

1 expense, and I'm gonna be comfortable that nobody's
2 gonna come knock on my door. And if we can do that,
3 and if we can't, we can't. And then we shouldn't do
4 the project and that's...

5 LEWIS: UI. And, and I agree with you, I'm fine with
6 that. Only thing on that, Bill, you know when it
7 comes down stream to me, you're hiring my law firm to
8 perform services for you. You know? And I keep
9 reiterating that.

10 FISHER: But the problem is if Don ends up with a couple
11 hundred thousand dollars, then he has to explain.
12 What's he gonna say? I mean how does he, I mean, Don,
13 you know we got you now you've gotta do income
14 statements now because you've got all these
15 disclosures for your elected office and we see you
16 made \$400,000.00 this year. Your law firm paid you X
17 and you got X from something else. Can you explain
18 that? And he says well I got it from doing this for
19 that guy, and then that guy, you know? It all has to
20 dovetail together. I just don't see anyway that, that
21 those stories don't have to mesh. Because ultimately
22 if there is pass through expense, which was, is made
23 clear, then ultimately you gotta look at this full
24 circle here and say OK they questioned Don or the, the
25 council member and he says well I work for Joe Blow

1 Company and Joe Blow Company got hired by Lewis law
2 firm and, and it all adds up and it all makes sense.
3 And so I'm trying to figure out, do you know, what
4 mechanism you're gonna put in place to do that so I
5 feel like I'm covered and you're covered.

6 LEWIS: Hmmm.

7 FISHER: And that when the knock comes once again, God
8 forbid, but that we have a story and a paperwork, say
9 maybe not linear, but circular then that ahh that's
10 explainable and it just goes away as a business issue.
11 There's never any nexus between my zoning case and him
12 ending up with whatever he's ending up.

13 LEWIS: Well, that's, that's one of the reason why again
14 like I reiterate that you hire my law firm. You know
15 we're not talking about a consulting fee going
16 somewhere and you see this consultant check going
17 here, a consultant check going there, you know? The,
18 the fewer people who, who can analyze and review paper
19 in this transaction showing that this is what, this
20 has transpired, the better off you are. You know?
21 \$250,000.00 is not worth my law license.

22 FISHER: No, I agree yeah.

23 LEWIS: Laughing That's not worth my law license. You
24 know? My, kid you not, my role in this, my purpose of
25 being in this is because I do like your project.

1 FISHER: OK.

2 LEWIS: And I do like what you can do in the southern
3 sector. And I, and I, I've watched, I've noticed,
4 I've, I've, I see what products are being put down
5 there and I see the void that's in their community.
6 You can, you have the right product, we need to put,
7 put the community development part in there and it
8 fills that void that's in that community. That's
9 where the value is, that's where things happens where
10 it can be explained if you ever question it. It could
11 be explained you know if somebody wanted to come back
12 and audit, you know, somebody audits the Lewis Law
13 Firm. It's not a issue.

14 FISHER: You've accounted for your down stream
15 expenditures in a way that's not going to draw any a,
16 you know again people are gonna be asking you about
17 it. Money in, money out. Cause you know, when they
18 audit they're gonna audit your receipts and time them
19 back.

20 LEWIS: Mm-hmmm.

21 FISHER: They're gonna audit your expenses and ask you
22 OK...

23 LEWIS: I've been through forensic's accounting before.

24 Laugh

25 FISHER: OK. Well then you've had the RTC experience so

1 you know it can be done.

2 LEWIS: Yeah.

3 FISHER: How, how do you explain the down stream
4 expenditures?

5 LEWIS: Down stream expenditures are gonna go out on
6 other projects that has nothing to do...

7 FISHER: OK.

8 LEWIS: With you...

9 FISHER: Alright.

10 LEWIS: At all.

11 FISHER: OK.

12 LEWIS: At all.

13 FISHER: And there'll be nothing...

14 Phone ringing

15 FISHER: Directly...

16 LEWIS: No.

17 FISHER: To that.

18 LEWIS: Nothing.

19 FISHER: And it'll go through and whoever you work with
20 on this other side...

21 Phone ringing

22 FISHER: Is somebody you have some experience with?

23 UI calling me. Laughing

24 Phone ringing

25 LEWIS: Yeah. You know this relationship has been over

1 the last...

2 Phone ringing

3 LEWIS: ...15 years. This is not like, oh I just met

4 him a year or two ago, you know, I knew Don way before

5 he ever thought about the city council.

6 FISHER: OK.

7 LEWIS: You know? We were practicing law together way

8 before he even thought about running for city council.

9 FISHER: OK. So the idea is you're gonna look out for

10 his interest too and...

11 LEWIS: Well.

12 FISHER: ...you all have worked together before and this

13 is something you have...

14 LEWIS: That's why, that's why I knew and, and that's

15 why I said the less we talk about the d..., I'm very

16 con, I'm like you I'm concerned about that. That's

17 why I don't like sitting down and, and having that

18 discussion. I don't even like mentioning his name.

19 FISHER: Well, this then let's not do that anymore;...

20 LEWIS: OK.

21 FISHER: We won't mention, this will be the last time

22 we mention...

23 LEWIS: Right.

24 FISHER: Even, we'll even, we won't even use the word

25 council member.

1 LEWIS: Right.

2 FISHER: We'll just the ahh consultant reference. OK.

3 Alright.

4 LEWIS: But you know what, what I was, you know, I'm
5 very well aware of that, I'm gonna make sure that,
6 that does not become a problem for you, I, for me, for
7 nobody involved.

8 FISHER: OK. Are you're, you're, what you're trying to
9 tell me here is you're using a tried and true method
10 that from before?

11 LEWIS: Right. UI I'm using vehicles that I
12 have never had a problem with before.

13 FISHER: OK. Alright.

14 LEWIS: And have never been questioned about it before.

15 FISHER: O....

16 LEWIS: You know or if somebody comes and wants to see
17 what's going on, we can open up the books.

18 FISHER: Well, you know, you know the, the scrutiny's
19 never gonna begin with you and me.

20 LEWIS: No.

21 FISHER: It'll start with...

22 LEWIS: Yeah.

23 FISHER: ...you know the other guy.

24 LEWIS: Right.

25 FISHER: And then it'll, it'll back track from there.

1 And ahh so you, you would argue that he's an attorney,
2 you're an attorney, you all look,...

3 LEWIS: Yeah, and...

4 FISHER: ...work together for many years.

5 LEWIS: We worked together for many years, there's a
6 history of us working together.

7 FISHER: Did you guys go to law school together?

8 LEWIS: No.

9 FISHER: Did I hear...

10 LEWIS: No. We didn't...

11 FISHER: OK. You both went to SMU, but you didn't go
12 together?

13 LEWIS: No. No.

14 FISHER: Alright.

15 LEWIS: I, I went to the University of Tennessee.

16 FISHER: Oh, OK. Alright I don't know what that is,
17 Kevin was telling me y'all had gone to college
18 together so.

19 LEWIS: No, we've known each for a long, long time.

20 FISHER: OK.

21 LEWIS: We've worked together, we've, we go all the way
22 back pre-RTC days.

23 FISHER: OK.

24 LEWIS: You know?

25 FISHER: Alright. And whatever mechanism you've worked

1 out he's comfortable with?

2 LEWIS: I wouldn't be sitting here talking with you.

3 FISHER: OK. Alright. Are we wired up then for the

4 whatever, we're coming up on the eleventh? As long as we

5 can...

6 LEWIS: Yeah, the biggest thing I have to do for the

7 eleventh is to sit down with you and we're looking at a

8 commercial development site. I was looking for the e-

9 mail...

10 Phone ringing

11 LEWIS: For the square footage of what's there.

12 FISHER: Right.

13 LEWIS: The availability for what could be there....

14 Phone ringing

15 LEWIS: Cause I need to...

16 FISHER: Should I write this down here?

17 LEWIS: I, I went out and, I went out and I looked at

18 the property, I looked at the location, I looked at

19 the apartment complex behind and there's a problem

20 with the...

21 FISHER: Is that what they're calling that? Laughing

22 LEWIS: Well, it, it's really like some individual town

23 homes that a bunch of outlaws have, but Laugh...

24 FISHER: There I'll get a duplicate for you, but that's

25 the aerial...

1 LEWIS: Yeah.

2 FISHER: Of the site, so.

3 LEWIS: Right. Yeah, I've been there. I've been
4 through here, I've walked the property, I've came in
5 from this direction, I've came in from that direction.

6 FISHER: OK.

7 LEWIS: I've been around in, I've been, I've looked at
8 the whole area. You know?

9 FISHER: Well, you understand UI just like really be
10 just doing back flips Laugh over it what's going in
11 there UI, but I...

12 LEWIS: I know.

13 FISHER: We, we, and we understand it.

14 LEWIS: I know.

15 FISHER: Everybody's got ahh, everybody's got ahh make a
16 living.

17 LEWIS: Yeah.

18 FISHER: The, the things that you detailed you need from
19 me, you need all the detail on the ahem I didn't bring
20 it up here with me. I've got it in the car. The, I
21 have a picture of what the finished product is
22 supposed to look like.

23 LEWIS: Great.

24 FISHER: Which is part of the, and you need to know how
25 many square feet of retail office...

1 LEWIS: Right. And then...

2 FISHER: We refer to it as flex space.

3 LEWIS: Flex space right.

4 FISHER: Right.

5 LEWIS: And, and the configuration I didn't know if you
6 were gonna put the flex space on the St. Augustine
7 side or the Bruton Road side or, are you gonna mix it
8 so you know I don't know how you positioned it.

9 FISHER: I have the right to do it on either, the way it
10 works is the ground floors of any of the buildings
11 that face Bruton or St. Augustine can be retail.

12 LEWIS: Great.

13 FISHER: Or this flex space. And I can go three stories
14 above it. The neighbors will let me do flex space
15 back here if I want to, but they want the total
16 structure to be no more than three stories.

17 LEWIS: Right.

18 FISHER: So really, what I'm really planning on doing is
19 three story buildings back here, not that many, but...

20 LEWIS: Mm-hmm.

21 FISHER: And then these up front will be ahh three
22 stories with the ground floor flex place...

23 LEWIS: Right.

24 FISHER: And the two on top that's right.

25 LEWIS: Well, you gonna do anything on the back side

1 over here?

2 FISHER: Absolutely, there'll be built, you know again,
3 this is only a 11 acre site so to get all...

4 LEWIS: Right.

5 FISHER: Of this on it'll, it, this, it'll all be
6 buildings and parking lot.

7 LEWIS: OK.

8 FISHER: So that's, that's the game plan so ahem and
9 you're right to get yeah this is I sent somebody over
10 there to draw, I've got a deal with the neighborhood
11 association.

12 LEWIS: OK.

13 FISHER: So I sent my guy over there to drop off my
14 agreement for them to sign?

15 LEWIS: Mm-hmmm.

16 FISHER: There were 11 police cars in front of the
17 management office. This is around the corner from
18 where they shot the eight people UI laughing.

19 LEWIS: Yeah.

20 FISHER: In the bar that morning laugh.

21 LEWIS: I know.

22 FISHER: I wonder where they had one, they thought they
23 had one of the guys holed up in one of the town houses
24 there.

25 Laughter

1 FISHER: Laugh I'm not sure that, that was the case,
2 but ahh, so I'll send you as much detail as I can
3 about that so you can talk coherently about the
4 project. Ahem,...

5 LEWIS: Well, well,...

6 FISHER: Trying to think.

7 LEWIS: What did you envision for the retail that was
8 gonna be done?

9 FISHER: Really the as I kinda explained to you, the
10 mixed use piece of it, the people who invest in my
11 projects, buy housing.

12 LEWIS: OK.

13 FISHER: They're really, they're gonna care very little
14 about the retail.

15 LEWIS: OK.

16 FISHER: Ahem, the you know the retail needs to break
17 even. I think I said I'd be happy if the user came in
18 and took the retail piece. Take that if you need to.

19 FEMALE VOICE ON THE PHONE: UI...

20 LEWIS: Hey, Vanessa. Yeah, you need me?

21 FEMALE VOICE ON THE PHONE: Ahh, UI....

22 LEWIS: I will, I will shortly. OK. Bye'.

23 FISHER: Yeah, well we can, we can talk about that. But
24 I, I'll get you some development details and
25 everything else in there. Ahh, but you were saying

1 what if you can get some development details here,
2 what else do we need to do? We need to get our
3 letter...
4 LEWIS: I, I, I'll...
5 FISHER: Letter agreement with KDAT.
6 LEWIS: Yeah, get the letter agreement with KDAT. Are
7 y'all gonna do a joint venture, or y'all gonna do some
8 kind of co-development agreement?
9 FISHER: Well, the, you know, yeah, really I just
10 thought we'd do this master letter agreement that
11 required us to do it. If you wanta talk about
12 specifically about West Village, you know they,
13 they're looking, they're getting 25% of the GP
14 interest they would come in on some co-GP role.
15 LEWIS: OK.
16 FISHER: If they wanted to, again all those GP's...
17 LEWIS: Right.
18 FISHER: Are asset-less shells.
19 LEWIS: Right.
20 FISHER: You know?
21 LEWIS: 'Cause, cause what...
22 FISHER: Thousand dollar companies that they want to own
23 25% of.
24 LEWIS: 'Cause what we can do is a general agreement
25 letter now.

1 FISHER: Right.

2 LEWIS: Let's get the deal passed.

3 FISHER: Right.

4 LEWIS: Deal with the paper at a more
5 definitive time....The agreement with all the details
6 of how it's going to work.

7 FISHER: You know the important thing we're getting the
8 case passed obviously is us having money worked out.
9 What'd you need, what do you need from me ahem
10 paperwork wise and money wise between now and the
11 11th?

12 LEWIS: OK. What I need to do is get the engagement
13 letter from you.

14 FISHER: OK.

15 LEWIS: Ahh, the commitment on the retail development
16 side.

17 FISHER: OK.

18 LEWIS: UI...

19 FISHER: So you're gonna send me one engagement letter
20 or...

21 LEWIS: I'm gonna send you one engagement letter for the
22 first project.

23 FISHER: Alright.

24 LEWIS: Which will basically state you know this is on a
25 go forward basis we'll bill down and send you monthly

1 bills and you can, and it'll roll from project to
2 project. It'll be like I'm representing you on a go
3 forward basis.

4 FISHER: OK. The, what we're talking about is I get 50
5 for you before the vote, and then after it passed I
6 would have the other whatever it is 200...

7 LEWIS: Right.

8 FISHER: Available in about 75, 90 to something like
9 that?

10 LEWIS: Yeah, 'cause I thought we originally in, in my
11 notes I talked about the 1st of May which is that
12 falls on a Sunday.

13 FISHER: Well, that's fine just UI...

14 LEWIS: Yeah, we decided, just, just right.

15 FISHER: You know I was just saying like I have, you
16 know some money and I know that...

17 LEWIS: OK.

18 FISHER: You need to have some money before the vote,
19 but the issue of the balance of it so again between
20 now and, and, and the vote, you're gonna give somebody
21 one retainer agreement on West Village?

22 LEWIS: Right.

23 FISHER: For...

24 LEWIS: Ahh \$50,000.00 retainer.

25 FISHER: OK. Alright and then I'll pay you the retainer

1 under that agreement. You'll have all the scope of
2 work or whatever...

3 LEWIS: Right.

4 FISHER: And then you'll over time you'll bill away the
5 retainer.

6 LEWIS: Right.

7 FISHER: OK. How, do you need anything before the 11th
8 on the other 200?

9 LEWIS: No. I gave you, we, I gave you my word on that
10 if we work with you on that. So let's, lets work like
11 what we said, do the 50. Let's get it done and after
12 that we'll work out the, the payment plan.

13 FISHER: OK and then but for each one of those you'll
14 come up with new paperwork...

15 LEWIS: Right.

16 FISHER: For each file or whatever.

17 LEWIS: For each file and each project that, that we're
18 working on.

19 FISHER: OK. Alright.

20 LEWIS: 'Cause, then we'll go from there.

21 FISHER: OK.

22 LEWIS: We'll do it that way.

23 FISHER: Alright. Now I'm gonna promise you that if
24 something comes up here that, you know, looks like
25 it's gonna be a problem for either one of us, I'm

1 gonna call you and tell you.

2 LEWIS: And same here. You have my cell number.

3 FISHER: And you're hearing a prob, I've got your cell
4 and your office number and everything else.

5 LEWIS: Call me direct.

6 FISHER: If you, if you're having a problem with our
7 down stream folks or whatever, you need to call and
8 tell me because...

9 LEWIS: I'll let you know beforehand.

10 FISHER: The one thing you and I've agreed on, this is
11 not worth doing that we're gonna get caught alright.

12 LEWIS: No.

13 FISHER: Alright that we want just; let's just make...

14 LEWIS: No.

15 FISHER: This a positive experience for everyone.

16 LEWIS: We wanta make this a positive experience. We
17 gotta make it a positive experience. We're gonna
18 bring value to the project to make it a positive...

19 FISHER: Yeah.

20 LEWIS: Experience.....

21 FISHER: You know and I don't wanta, you know, I, I have
22 done many projects over the years in District 5 when I
23 was, and, and I like Don as a person. I'm just not I
24 don't have any confidence in how he runs his business
25 affairs. So that's the reason I've just been

1 concerned about...

2 LEWIS: I understand that.

3 FISHER: You know him down stream, but you all have
4 an established relationship and ahh, and I think that,
5 that maybe, maybe satisfactory.

6 LEWIS: You know the trust is, you know, have to flow
7 all three ways.

8 FISHER: I agree.

9 LEWIS: And you know it, it will. And just like, just
10 like your concerns, I got concerns the same way. I'm
11 making sure that those concerns....

12 FISHER: You might be hearing that from people down
13 stream as well.

14 LEWIS: Yeah, I'm making sure that those things are
15 taken care of laugh.

16 FISHER: Laughing So you may, I'm sure you've been
17 asked this question from both sides right?

18 LEWIS: Yes. Yeah.

19 FISHER: Whatever you do, don't ahh just do it smart.

20 LEWIS: No. Right.

21 FISHER: And that's, you know, that, that's, that's
22 probably the biggest message here. I just wanta make
23 sure that ahh, that you and I have a good
24 understanding that what we're doing here is being done
25 smart and it's being done in a business like way and

1 that if the, some scrutiny comes on our relationship
2 that...
3 LEWIS: I'm not worried about that and you know when the
4 scrutiny comes, you and I will sit down and we'll sing
5 from the same hymn book.
6 FISHER: Now that, we don't even need to be together...
7 LEWIS: No.
8 FISHER: Somebody can knock on the door and...
9 LEWIS: You already UI...
10 FISHER: We can UI it that's right.
11 LEWIS: Yeah.
12 FISHER: And then the down, the down streamers can also
13 say the same thing on your relationship over the
14 whatever the last 15 years has been and ahh we can
15 scoff at any suggestion...
16 LEWIS: Yeah.
17 FISHER: That might be any direct relationship
18 between...
19 LEWIS: Right.
20 FISHER: Point A and point B.
21 LEWIS: UI
22 FISHER: Which is really I think the main issue for me...
23 LEWIS: Right.
24 FISHER: Is that ahh, ahem you know they got fan,
25 they're grinding Fantroy here on something he's got

1 laughing in ahh, ahem you know with Paul Quinn College.

2 LEWIS: Yeah.

3 FISHER: You know Lipscomb had his direct thing between
4 his taxi's whatever the hell he was...

5 LEWIS: Right.

6 FISHER: Doing with the taxi cab company and whatever.

7 LEWIS: Mm-hmmm.

8 FISHER: You know frankly I think the biggest problem
9 they had in that deal was when, whenever it came up
10 nobody told the same story.

11 LEWIS: Right.

12 FISHER: This controller said one thing, he said
13 something else, the cab guy and his wife were saying
14 something else.

15 LEWIS: Saying something else.

16 FISHER: And you know really it just came back to bite
17 em in the ass, I mean, they could only bring an issue
18 with Al by making some direct connection between his...

19 LEWIS: Vote and, and...

20 FISHER: And, and whatever participation he was getting
21 from the cab company.

22 LEWIS: Right.

23 FISHER: Ahem so I think if we can, you see my concern
24 about not being linear...

25 LEWIS: No, it's not linear.

1 FISHER: And...

2 LEWIS: That's why the trust has to go both ways.

3 FISHER: Right.

4 LEWIS: To UI...

5 FISHER: So and they're counting on you to protect them,

6 Laughing OK, alright, OK. I, I think that might

7 work so, and I didn't mean to leave Kevin out but

8 frankly these were discussions...

9 LEWIS: No.

10 FISHER: That only you and I need to have.

11 LEWIS: I agree, I agree.

12 FISHER: And you know on to, to some extent I'm glad

13 you're in the loop because I think you're gonna be

14 more cautious maybe than Kevin and...

15 LEWIS: UI

16 FISHER: And those guys would be so.

17 LEWIS: I have a lot more, I have a lot more experience,

18 and you know I'm a firm believer is that when, if you

19 don't have a lot to lose then you don't wanta deal

20 with somebody who has a lot, who doesn't have a lot to

21 lose also.

22 FISHER: Not, absolutely not. And not only that if it

23 looks like it's going to be a problem for any of us,

24 we have to be men of courage and say this is just one

25 we're gonna have to pass on.

1 LEWIS: Right.

2 FISHER: So let's make sure we're not trying to pound a...

3 LEWIS: I'm not.

4 FISHER: You know square peg into a round hole.

5 LEWIS: If, it it's a problem, Bill, before the first
6 or, or the second, when you and I sit down and talk
7 I'm gonna tell you, Bill, here's the problem. Here's
8 the issues that we have to deal with, this is what I
9 think that that may cause us some problems on this
10 particular deal. If we can't go, get over that hurdle
11 I think we need, here's my best opinion I think we
12 need to pass this deal and move on.

13 FISHER: Right.

14 LEWIS: And then let's go get another one.

15 FISHER: Yeah 'cause the, the mayor's looking over his
16 shoulder, their shoulder whatever and...

17 LEWIS: Mm-hmmm.

18 FISHER: It's gonna get a lot of scrutiny...

19 LEWIS: Right.

20 FISHER: And we just don't wanta do that, and this,
21 this...

22 LEWIS: Indicated no yeah.

23 FISHER: This one isn't gonna work for us.

24 LEWIS: But see like, what I was telling you about the,
25 the retail commercial side, by adding that component

1 and doing some of the things we were saying that I'm
2 just talking to you about. That will...

3 FISHER: That helps them with the other...

4 LEWIS: Then everybody else.

5 FISHER: Numbers. Well, they, I know they have to
6 have something to hang their hat on.

7 LEWIS: Right.

8 FISHER: The interesting thing is Don is never, I don't
9 think he's ever, he's, I don't think he's told anybody
10 other than maybe, maybe me that he wasn't happy with
11 the case. I think the general impression he's given
12 is that he's alright with the land use out there, and
13 likes the component. So this would not be a change of
14 color for him.

15 LEWIS: Right.

16 FISHER: Ahh, although you and I both know we wasn't
17 gonna pass the last week, but the reality is I don't
18 think any of the other ahh folks involved knew that,
19 and I think he's talked highly about, you know,
20 wanting to have retail involved...

21 LEWIS: Right.

22 FISHER: In these developments so ahem, so I think
23 that's a plus. I think the other thing that we did
24 that was good with y'all getting a postponement was
25 the, you know again this was my concern with the, it

1 would have been a twelve person...

2 LEWIS: Right.

3 FISHER: Vote at the last one.

4 LEWIS: And I know he...

5 FISHER: And oh man I mean just you see him having to
6 battle the snot out of...

7 LEWIS: I know it.

8 FISHER: Everybody to get it passed. This is like
9 eight...

10 LEWIS: Yeah.

11 FISHER: And he needs eight. And so you know with
12 Don, the Latinos and the African American folks always
13 vote with him.

14 LEWIS: Right.

15 FISHER: So there's seven.

16 LEWIS: There's seven right there.

17 FISHER: So he's gotta get one UI, but Bill Blaydes and
18 Gary Griffith don't like the opposition so they'll, they'll
19 vote with him and he's done and it's no hassle and he
20 doesn't have to stick his neck out and I think that's
21 where we'll get this nexus between...

22 LEWIS: Right.

23 FISHER: You know?

24 LEWIS: Mm-hmmmm.

25 FISHER: What's happening down stream and what's going

1 on at the council chamber is if it's controversial.

2 LEWIS: OK.

3 FISHER: It's real simple if it's just a nice...

4 LEWIS: Nice...

5 FISHER: Straight forward case.

6 LEWIS: Straight forward. Yeah.

7 LEWIS: Can I have this or is this...

8 FISHER: I need, actually I have UI what I'm

9 gonna do is I'm gonna promise you a copy. These, I

10 got these aerial photos, I ordered mine. I've got a

11 diskette so I have a feeling I can print one off, but

12 I've actually given a couple of those away. Leave

13 that with me, I'll send you an e-mail and I'll shoot

14 one of these down to you on Monday.

15 LEWIS: OK.

16 FISHER: Well, you're gonna be shuffling, we're gonna be

17 shuffling documents...

18 LEWIS: We'll, we'll be talking...

19 FISHER: OK.

20 LEWIS: A lot more.

21 FISHER: Please let's try not to wait until like it

22 gets...

23 LEWIS: I don't do, I...

24 FISHER: OK.

25 LEWIS: I don't do business that way.

1 FISHER: The fire drill just doesn't work...

2 LEWIS: Doesn't work for me either.

3 FISHER: For either one of us.

4 Phone ringing

5 FISHER: Quite frankly I was a little, UI little

6 concerned, but I'm really glad laughing we didn't do

7 anything you know last week. UI...

8 Talking to another party on the phoneYeah. Ahh how much

9 is the SAWS fee? I think we've already written the

10 check for that. I think that's frankly I think it's

11 about a third of what it's supposed to be. We've

12 already been through SAWS. We've done work with the

13 lady there. We've got a scoring grid that's about a

14 third of what the normal fee is. How much is that?

15 I'm not sure that isn't a reduced number too, but let

16 me check. I, I will I'm just finishing up a meeting,

17 I'll be ahh, I'll be jumping on it right away.

18 Thanks. Hung up phone Gotta get a construction

19 leased everything else, what else?

20 LEWIS: That's it. I'll be back in touch with you on

21 Monday.

22 FISHER: OK. I hope Kevin's feelings aren't hurt, but

23 again...

24 LEWIS: I'll take care of that.

25 FISHER: And ahh just us in the loop here on all this

1 stuff. If Kevin wants to know I'm gonna tell him I'll
2 refer him to you.

3 LEWIS: Just send him my way, I'll take care of it.

4 FISHER: Alright. Thank you. Good to see you.

5 LEWIS: Same here.

6 FISHER: Alright.

7 Closed door

8 Can't hear conversation

9 Phone ringing

10 Long Pause

11 MALE VOICE: Hey.

12 FISHER: Yeah.

13 MALE VOICE: Door's locked. Ahh these, these fees and
14 things.

15 FISHER: OK.

16 MALE VOICE: Ahh...

17 FISHER: My door's laughed locked.
18 But you got in anyway.

19 MALE VOICE: I did.

20 Closed door

21 Dialing

22 FISHER: Hey, we're done. You coming? Yeah, they, well
23 they were out of my office just a few minutes ago,
24 yeah they would've just walked out. Kevin was in a
25 yellow shirt, ahh he's got a shaved bald head and then

1 ahh the attorney has glasses he was wearing a blue
2 sport coat and a light blue ahh kinda mock turtle
3 neck. No problem. Let me tell you the only challenge
4 I've having, and I'm in my office. I'm reticent to
5 turn the thing off unless, unless it's, you know, I
6 mean it's on and it's running now. Do you want me to
7 turn it off? Just turn the power off? OK. OK. I'll
8 do it, and I'm gonna turn off this ahh little voice
9 thing on the desk. OK. Bye'.

10 END OF THE CALL

11 END OF CD

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