

From: [Sarah Sullivan](#)
To: [Bryan Murphy](#)
Cc: [Brett Hussong](#)
Subject: FW: Indemnification Approval Request: MnDOT Cooperative Agreement
Date: Friday, August 4, 2023 12:03:41 PM
Attachments: [image001.png](#)
[image002.png](#)

Hi Bryan,

I have received approval to allow this agreement to move forward and indemnify the State. This is for SP 6620-95 TH 61 Agreement. This is the Fish Hatchery Trail Cooperative Agreement I believe. Please remind me, has this gone to City Council yet to receive approval to indemnify the State? If not, that should be the next step.

Thanks

Sarah



Sarah K. Sullivan
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From: Sarah Sullivan
Sent: Friday, August 4, 2023 12:01 PM
To: Trina Chernos <Trina.Chernos@ci.stpaul.mn.us>
Subject: RE: Indemnification Approval Request: MnDOT Cooperative Agreement

Hi Trina,

Thank you! I will have the project manager move forward with a resolution to city council for approval.

Sarah



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From: Trina Chernos <Trina.Chernos@ci.stpaul.mn.us>

Sent: Friday, August 4, 2023 11:58 AM

To: Sarah Sullivan <Sarah.Sullivan@ci.stpaul.mn.us>

Subject: RE: Indemnification Approval Request: MnDOT Cooperative Agreement

Hi Sarah,

Thank you very much for the reminder. Under the circumstances you outlined below, this request is approved to go to City Council for its approval next.

Good work on this!

Trina



Trina Chernos

Deputy City Attorney, Civil Division

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From: Sarah Sullivan <Sarah.Sullivan@ci.stpaul.mn.us>

Sent: Friday, August 4, 2023 10:11 AM

To: Trina Chernos <Trina.Chernos@ci.stpaul.mn.us>

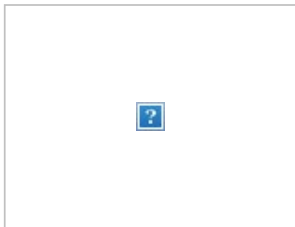
Subject: RE: Indemnification Approval Request: MnDOT Cooperative Agreement

Hi Trina,

I'm wondering if you have had an opportunity to review the below indemnification request?

Thank you!

Sarah



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From: Sarah Sullivan

Sent: Monday, July 10, 2023 2:39 PM

To: Trina Chernos <Trina.Chernos@ci.stpaul.mn.us>

Subject: Indemnification Approval Request: MnDOT Cooperative Agreement

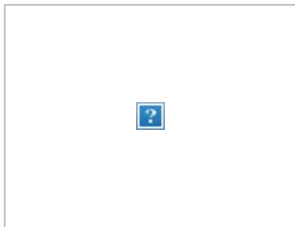
Hi Trina,

I would like to request approval to indemnify the State of Minnesota, through MnDOT within the attached Cooperative Agreement

1. What is the Agreement? The agreement is a Cooperative Agreement with the State to allow the City to perform trail reconstruction on Trunk Highway No. 61 (owned by MnDOT). The Department of Parks and Recreation is currently developing plans to rebuild the Fish Hatchery Trail between Battle Creek Regional Park and Warner Road. Roughly 4000 lineal feet of the 7264 lineal foot trail is directly adjacent to Highway 10-61 within MnDOT Right of Way. Parks needs access to that ROW in order to rebuild that portion of the connection.
2. Do they have good reason for the request? I do believe they have good reason for the request. This is a situation where the City would require someone accessing our land to indemnify us as well, and we do through our Right of Entry Permits. Indemnification is a standard risk management practice for this type of access and in this situation the City's trail is experiencing sluffing in the area on the MnDOT Right of Way so it makes sense why the State would require indemnification. While it might not be the City's first choice, the City's risk is not significantly increased here because of the indemnification, as the City would be liable for the work it is doing anyway in accessing this property. The State is not performing any work that the City would be responsible for.
3. Are they involved other than providing funds? Yes. But, MnDOT is only involved by providing access to its ROW.
4. Do we have any leverage to negotiate? No. MnDOT attorneys have made it clear that indemnification language will be required for the City to perform the trail reconstruction. If we do not agree the City will not be able to reconstruct the trail.
5. Did we try to negotiate? Yes, I reached out and directly negotiated with MnDOT's Legal Counsel. I explained my reasoning for desiring a change of language and recommended multiple different language options that the City would be comfortable with. MnDOT's Legal Counsel reviewed my request and stated that they are not willing to remove indemnification language here.
6. Will we have indemnification in a subcontract? Yes, the City will contract for this work and will require our contractor to indemnify the City and provide insurance.
7. Have we negotiated/approved this language previously? Yes, the City has approved this language previously for multiple iterations of this same Cooperative Agreement for both Parks and Public Works projects.

Thank you for your consideration,

Sarah



Sarah K. Sullivan

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