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Date..... September 11, 2006

RESOLUTION APPROVING PAYMENT OF BILLINGS FROM THE MYERS & JENKINS LAW FIRM RETAINED TO REPRESENT THE CITY IN THE UAL CORPORATION, ATA HOLDINGS CORP., DELTA AIR LINES, INC., et. al. (COMAIR, INC.) AND NORTHWEST AIRLINES CORPORATION, et. al. BANKRUPTCIES, AND PAYMENT OF BILLINGS FROM BARNES & THORNBURG, LLP LAW FIRM RETAINED TO REPRESENT THE CITY IN THE ATA HOLDINGS CORP. BANKRUPTCY

WHEREAS, on September 20, 1993, by Roll Call No. 93-3490, the Des Moines City Council approved Ordinance 12,040 assigning certain rights and responsibilities pertaining to the Airport to the Des Moines International Airport Board; and

WHEREAS, Section 2-362.09 of the Municipal Code provides that the City shall utilize services of the city, including but not limited to, aviation services, (including airfield, building, ground, operation and maintenance services), engineering services, personnel services, legal services, accounting services, payroll services, property acquisition services, public improvement design services, contract procurement and administrative services, purchasing services, financial services, fire services (excluding priority Aircraft Rescue and Fire Fighting Services), police services and general administration services, to administer, operate and maintain the airport, provided however, that if the board and city manager jointly agree that the city cannot provide the expertise, extra-ordinary effort, or special resources required for a particular project, the board may acquire and utilize outside services to accomplish such project; and

WHEREAS, the Legal Department recommended that outside counsel be retained to represent the City in the UAL Corporation, ATA Holdings, Corp., Delta Air Lines, Inc., et al. (Comair, Inc.) and Northwest Airlines Corporation, et. al. bankruptcies; and

WHEREAS, the Airport Board authorized the hiring of William Jenkins and the law firm of Myers & Jenkins to represent the City of Des Moines in the UAL Corporation bankruptcy by Resolution No. A02-276, and further authorized the City Attorney to retain local counsel in Illinois, authorized the hiring of William Jenkins and the law firm of Myers & Jenkins to represent the City of Des Moines in the ATA Holdings Corp. bankruptcy by Resolution No. A04-221, and further authorized the City Attorney to retain local counsel in Indiana; authorized the hiring of Williams Jenkins and the law firm of Myers & Jenkins to represent the City of Des Moines in the Delta Air Lines, Inc., et. al. (Comair, Inc.) and Northwest Airlines Corporation, et. al. bankruptcies by Resolution No. A-05-253 and approved correction of the hourly rate by Resolution No. A-05-294; and

WHEREAS, the Tishler & Wald, Ltd. law firm was retained as local counsel for the UAL Corporation bankruptcy and the Barnes & Thornburg, LLP law firm was retained as local counsel for the ATA Holdings Corp. bankruptcy; and

Date..... September 11, 2006


WHEREAS, billings have been received from Myers & Jenkins in the amount of \$4,261.56 through August 18, 2006, and from Barnes & Thornburg, LLP in the amount of \$313.50 through May 2006; and

WHEREAS, the Legal Department has reviewed the billings and recommends payment.

NOW THEREFORE BE IT RESOLVED by the City Council of the City of Des Moines, Iowa, that it hereby approves the payment of \$4,261.56 to the law firm of Myers & Jenkins and payment of \$313.50 to the law firm of Barnes & Thornburg and authorizes the Finance Department to submit payment for the invoices.

Moved by _____ to adopt.

APPROVED AS TO FORM:



 David Ferree
 Assistant City Attorney

COUNCIL ACTION	YEAS	NAYS	PASS	ABSENT
COWNIE				
COLEMAN				
HENSLEY				
KIERNAN				
MAHAFFEY				
VLASSIS				
TOTAL				

CERTIFICATE

I, DIANE RAUH, City Clerk of said City hereby certify that at a meeting of the City Council of said City of Des Moines, held on the above date, among other proceedings the above was adopted.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal the day and year first above written.

MOTION CARRIED APPROVED

_____ Mayor

_____ City Clerk

Myers & Jenkins

A PROFESSIONAL CORPORATION
LAW OFFICES

Phoenix Corporate Center
3003 North Central Avenue
Suite 1900
Phoenix, Arizona 85012

August 18, 2006

Telephone: 602-200-7900
Facsimile: 602-200-7910
E-mail: ab@mjlegal.com
Federal Tax Id. 86-0476704

City of Des Moines
Legal Department
400 East First Street
Des Moines, IA 50309
Kathy Vanderpool

In Reference To: Delta Airlines

Account No. 4422-005

For Services Rendered Through August 18, 2006

Professional Services

		<u>Hours</u>	<u>Amount</u>
6/26/2006	JS Review docket;	0.20	33.00
	WSJ E-mail from Jack Phillips; E-mail to Jack Phillips;	0.40	90.00
7/5/2006	JS Review docket;	0.20	33.00
7/10/2006	JS Review docket;	0.10	16.50
7/17/2006	JS Review Docket;	0.10	16.50
7/20/2006	WSJ Receive and review new pleadings; e-mail from David Ferree; E-mail to David Ferree; Conference with Mr. Steinberg;	0.40	90.00
7/25/2006	JS Review docket;	0.20	33.00
8/1/2006	JS Review docket;	0.20	33.00
8/7/2006	WSJ Conference with Mr. Steinberg re Proof of Claim;	0.10	22.50
	JS E-mail correspondence with David Ferree; Conference with Mr. Jenkins;	0.20	33.00
8/8/2006	JS Review file and proof of claim instructions; E-mail to David Ferree;	0.50	82.50
	WSJ Receive and review new pleadings;	0.10	22.50
8/10/2006	JS Receive and review documents from David Ferree; Draft proof of claim;	1.30	214.50
8/11/2006	JS Conference with Mr. Jenkins;	0.10	16.50
	WSJ Revise Proof of Claim; Telephone conference with David Ferree; E-mail to David Ferree; Receive and review Lease documents; Conference with Mr. Steinberg;	0.90	202.50

August 18, 2006
 City of Des Moines
 Delta Airlines

	<u>Hours</u>	<u>Amount</u>
8/14/2006 WSJ Two (2) e-mails from David Ferree; Conference with Mr. Steinberg re Proof of Claim;	0.20	45.00
JS Finalize Proof of Claim; Letter to David Ferree;	0.50	82.50
8/15/2006 WSJ Receive and review e-mail from David Ferree; Conference with Mr. Steinberg; Review Finalized Proof of Claim;	0.50	112.50
JS Telephone call from David Ferree; Receive and review fax from David Ferree;	0.30	49.50
8/16/2006 JS Conference with Mr. Jenkins; E-mail to David Ferree; Review docket;	0.40	66.00
WSJ Conference with Mr. Steinberg; (no charge)	0.10	No Charge
For professional services rendered	<u>7.00</u>	<u>\$1,294.50</u>
Additional Charges :		
Fax Expense		1.00
Pacer - District Court Research		31.70
Photocopy Expense		0.40
Total costs		<u>\$33.10</u>
Total amount of this bill		<u>\$1,327.60</u>
Previous balance		\$866.00
6/28/2006 Payment - Thank You. Check No. 194654		(\$483.00)
7/25/2006 Payment - Thank You. Check No. 196103		(\$383.00)
Total payments and adjustments		<u>(\$866.00)</u>
Balance due		<u><u>\$1,327.60</u></u>

August 18, 2006
City of Des Moines
Delta Airlines

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William Scott Jenkins	2.60	225.00	\$585.00
Jase Steinberg	4.30	165.00	\$709.50

Myers & Jenkins

A PROFESSIONAL CORPORATION
LAW OFFICES

Phoenix Corporate Center
3003 North Central Avenue
Suite 1900
Phoenix, Arizona 85012

Telephone: 602-200-7900
Facsimile: 602-200-7910
E-mail: ab@mjlegal.com
Federal Tax Id. 86-0476704

August 18, 2006

City of Des Moines
Legal Department
400 East First Street
Des Moines, IA 50309
Kathy Vanderpool

In Reference To: Northwest Airlines

Account No. 4422-006

For Services Rendered Through August 18, 2006

Professional Services

			<u>Hours</u>	<u>Amount</u>
5/15/2006	WSJ	Receive and review new pleadings;	0.10	22.50
6/5/2006	WSJ	Receive and review new pleadings;	0.20	45.00
6/26/2006	WSJ	Receive and review new pleadings;	0.20	45.00
	JS	Review docket;	0.20	33.00
6/27/2006	WSJ	Receive and review new pleadings;	0.10	22.50
6/29/2006	WSJ	Receive and review new pleadings;	0.10	22.50
7/5/2006	JS	Review docket;	0.10	16.50
7/6/2006	WSJ	Receive and review new pleadings;	0.20	45.00
7/7/2006	WSJ	Receive and review new pleadings;	0.20	45.00
7/10/2006	WSJ	Receive and review new pleadings; Conference with Mr. Steinberg re Proof of Claim;	0.20	45.00
	JS	Review docket; Conference with Mr. Jenkins re Proof of Claim;	0.20	33.00
7/14/2006	WSJ	Receive and review new pleadings;	0.10	22.50
7/17/2006	WSJ	Receive and review new pleadings;	0.10	22.50
	JS	Review Docket;	0.10	16.50
7/19/2006	WSJ	Receive and review new pleadings;	0.10	22.50
7/20/2006	WSJ	Receive and review new pleadings; E-mail from David Ferree; E-mail to David Ferree; Conference with Mr. Steinberg;	0.40	90.00
	JS	Conference with Mr. Jenkins;	0.10	16.50
7/21/2006	WSJ	Receive and review new pleadings;	0.20	45.00
7/24/2006	WSJ	Receive and review new pleadings;	0.10	22.50

August 18, 2006
 City of Des Moines
 Northwest Airlines

		<u>Hours</u>	<u>Amount</u>
7/25/2006	JS Review docket;	0.10	16.50
7/26/2006	JS Telephone call from Debtor's counsel;	0.10	16.50
8/1/2006	JS E-mail correspondence with Jack Phillips; Review docket; Review DIP financing Motion and Exhibits;	1.80	297.00
8/2/2006	JS E-mail correspondence with local counsel; Telephone call to Consortium counsel; Voicemail to David Ferree; Review Consortium Objection to DIP financing Motion; Prepare Joinder to Consortium Objection; E-mail to David Ferree; Telephone call from David Ferree; Receive and review Prepetition Calculations;	1.40	231.00
8/7/2006	JS Conference with Mr. Jenkins; Review docket;	0.20	33.00
	WSJ Conference with Mr. Steinberg re Proof of Claim; Receive and review new pleadings;	0.50	112.50
8/8/2006	JS Review file and proof of claim instructions; E-mail to David Ferree;	0.60	99.00
	WSJ Receive and review new pleadings;	0.10	22.50
8/9/2006	WSJ Receive and review new pleadings;	0.10	22.50
8/10/2006	JS Receive and review documents from David Ferree; Draft proof of claim; (actual time 1.70)	1.30	214.50
8/11/2006	JS Letter to David Ferree; Conference with Mr. Jenkins; Second conference with Mr. Jenkins;	0.40	66.00
	WSJ Revise Proof of Claim; Telephone conference with David Ferree; Second Telephone conference with David Ferree; Receive and review Lease documents; Two (2) conferences with Mr. Steinberg; Receive and review fax from David Ferree; Receive and review new pleadings;	1.40	315.00
8/14/2006	WSJ Two (2) conferences with Mr. Steinberg re Proof of Claim;	0.10	22.50
	JS Conference with Mr. Jenkins; Finalize Proof of Claim;	0.40	66.00
8/16/2006	JS Review docket;	0.20	33.00
8/17/2006	WSJ Receive and review new pleadings;	0.10	22.50
8/18/2006	WSJ Receive and review new pleadings;	0.10	22.50

For professional services rendered 11.90 \$2,245.50

Additional Charges :

Fax Expense	11.50
Long Distance Expense	2.98
Pacer - District Court Research	31.70

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August 18, 2006
City of Des Moines
Northwest Airlines

Page 3

	<u>Amount</u>
Total costs	\$46.18
Total amount of this bill	\$2,291.68
Previous balance	\$2,279.00
6/28/2006 Payment - Thank You. Check No. 194654	(\$1,703.00)
7/25/2006 Payment - Thank You. Check No. 196103	(\$576.00)
Total payments and adjustments	(\$2,279.00)
Balance due	<u>\$2,291.68</u>

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William Scott Jenkins	4.70	225.00	\$1,057.50
Jase Steinberg	7.20	165.00	\$1,188.00

STATEMENT

Myers & Jenkins

A PROFESSIONAL CORPORATION
LAW OFFICESPhoenix Corporate Center
3003 North Central Avenue
Suite 1900
Phoenix, Arizona 85012Telephone: 602-200-7900
Facsimile: 602-200-7910
E-mail: ab@mjlegal.com
Federal Tax Id. 86-0476704

August 18, 2006

City of Des Moines
Legal Department
400 East First Street
Des Moines, IA 50309
Kathy Vanderpool

In Reference To: Mesaba

Account No. 4422-007

For Services Rendered Through August 18, 2006

Professional Services

	<u>Hours</u>	<u>Amount</u>
6/26/2006 JS Review docket;	0.10	16.50
7/5/2006 JS Review docket;	0.10	16.50
7/10/2006 JS Review docket;	0.10	16.50
7/17/2006 JS Review Docket;	0.10	16.50
7/25/2006 JS Review docket;	0.10	16.50
8/1/2006 JS Review docket;	0.10	16.50
8/7/2006 JS Review docket;	0.10	16.50
8/16/2006 JS Review docket;	0.10	16.50
	<hr/>	<hr/>
For professional services rendered	0.80	\$132.00
Additional Charges :		
Pacer - District Court Research		9.30
Total costs		<hr/> \$9.30
Total amount of this bill		<hr/> \$141.30
Previous balance		\$431.62
6/28/2006 Payment - Thank You. Check No. 194654		(\$265.12)
7/25/2006 Payment - Thank You. Check No. 196103		(\$166.50)

This Statement does not include charges for telephone calls
or other expenses incurred during the period covered by this billing and not yet received by
this office.

August 18, 2006
City of Des Moines
Mesaba

	<u>Amount</u>
Total payments and adjustments	(\$431.62)
Balance due	<u> \$141.30 </u>

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jase Steinberg	0.80	165.00	\$132.00

Myers & Jenkins

A PROFESSIONAL CORPORATION
LAW OFFICES

Phoenix Corporate Center
3003 North Central Avenue
Suite 1900
Phoenix, Arizona 85012

Telephone: 602-200-7900
Facsimile: 602-200-7910
E-mail: ab@mjlegal.com
Federal Tax Id. 86-0476704

August 18, 2006

City of Des Moines
Legal Department
400 East First Street
Des Moines, IA 50309
Kathy Vanderpool

In Reference To: United Airlines

Account No. 4422-003

For Services Rendered Through August 18, 2006

Professional Services

	<u>Hours</u>	<u>Amount</u>
6/26/2006 BAK Print weekly docket;	0.20	18.00
7/6/2006 BAK Print weekly docket;	0.10	9.00
7/10/2006 BAK Print weekly docket;	0.10	9.00
7/17/2006 BAK Print weekly docket;	0.20	18.00
JS Review conformed plan; Conference with Mr. Jenkins;	0.50	85.00
WSJ Conference with Mr. Steinberg re Cure Claim;	0.20	43.00
7/20/2006 JS Letter to Debtor's counsel; Review cure claim;	0.50	85.00
7/25/2006 BAK Print weekly docket;	0.10	9.00
7/31/2006 BAK Print weekly docket;	0.10	9.00
8/7/2006 WSJ Conference with Mr. Steinberg re his contacts with UAL counsel;	0.10	21.50
JS Conference with Mr. Jenkins;	0.10	17.00
8/8/2006 WSJ Receive and review new pleadings;	0.10	21.50
8/14/2006 BAK Print weekly docket;	0.20	18.00
	<hr/>	
For professional services rendered	2.50	\$363.00

Additional Charges :

Fax Expense	1.00
Pacer - District Court Research	10.00
	<hr/>
Total costs	\$11.00

August 18, 2006
City of Des Moines
United Airlines

	<u>Amount</u>
Total amount of this bill	\$374.00
Previous balance	\$482.50
6/28/2006 Payment - Thank You. Check No. 094654	(\$416.00)
7/25/2006 Payment - Thank You. Check No. 196103	(\$66.50)
Total payments and adjustments	(\$482.50)
Balance due	<u>\$374.00</u>

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William Scott Jenkins	0.40	215.00	\$86.00
Jase Steinberg	1.10	170.00	\$187.00
Beverly A. Kane	1.00	90.00	\$90.00

This Statement does not include charges for telephone calls or other expenses incurred during the period covered by this billing and not yet received by this office.

Myers & Jenkins

A PROFESSIONAL CORPORATION
LAW OFFICES

Phoenix Corporate Center
3003 North Central Avenue
Suite 1900
Phoenix, Arizona 85012

Telephone: 602-200-7900
Facsimile: 602-200-7910
E-mail: ab@mjlegal.com
Federal Tax Id. 86-0476704

August 18, 2006

City of Des Moines
Legal Department
400 East First Street
Des Moines, IA 50309
Kathy Vanderpool

In Reference To: City of Des Moines re ATA (Chicago Express)

Account No. 4422-004

For Services Rendered Through August 18, 2006

Professional Services

	<u>Hours</u>	<u>Amount</u>
6/26/2006 BAK Print weekly docket;	0.20	19.00
7/6/2006 BAK Print weekly docket;	0.10	9.50
7/10/2006 BAK Print weekly docket;	0.10	9.50
7/17/2006 BAK Print weekly docket;	0.10	9.50
7/25/2006 BAK Print weekly docket;	0.20	19.00
7/31/2006 BAK Print weekly docket;	0.10	9.50
8/8/2006 WSJ Receive and review new pleadings;	0.10	22.50
8/14/2006 BAK Print weekly docket;	0.10	9.50
	<hr/>	<hr/>
For professional services rendered	1.00	\$108.00

Additional Charges :

Fax Expense	7.50
Long Distance Expense	1.48
Pacer - District Court Research	10.00
	<hr/>
Total costs	\$18.98

Total amount of this bill \$126.98

Previous balance \$478.00

August 18, 2006
City of Des Moines
City of Des Moines re ATA

	<u>Amount</u>
6/28/2006 Payment - Thank You. Check No. 194654	(\$284.00)
7/25/2006 Payment - Thank You. Check No. 196103	(\$194.00)
	<hr/>
Total payments and adjustments	(\$478.00)
	<hr/>
Balance due	\$126.98
	<hr/> <hr/>

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William Scott Jenkins	0.10	225.00	\$22.50
Beverly A. Kane	0.90	95.00	\$85.50

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BARNES & THORNBURG LLP

11 SOUTH MERIDIAN STREET
INDIANAPOLIS, INDIANA 46204-3535 U.S.A.
E.I.N. 35-0900596

CITY OF DES MOINES, IOWA
JASE STEINBERG, ESQ.
MYERS & JENKINS, P.C.
3003 N. CENTRAL AVENUE
SUITE 1900
PHOENIX, AZ 85012

April 21, 2006
Invoice No. 991788

PAYABLE UPON RECEIPT

00038589-000001
ATA HOLDINGS CORP

For legal services rendered in connection with
the above matter through the month of March 2006
as described on the attached summary.

\$228.00

TOTAL DUE THIS STATEMENT

\$228.00

00038589-000001 CITY OF DES MOINES, IOWA
ATA HOLDINGS CORP

03/03/06	W. Brewer	Exchanged calls with debtor's counsel and with lead counsel regarding status of city's reconciliation of amounts to be included in administrative expense claim.	.20
03/06/06	W. Brewer	Telephone conference with debtor's counsel regarding client's response that City will withdraw administrative expense claim asserted in C8 bankruptcy case.	.20
03/07/06	W. Brewer	Prepared for and attended omnibus hearing including hearing on administrative expense claims objections in C8 bankruptcy case; exchanged calls with debtor's counsel regarding same.	.30
03/23/06	W. Brewer	Reviewed docket for matters of interest to client and forwarded information regarding settlement with NatTel (impacting claims in C8 bankruptcy) with comments regarding same.	.10

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BARNES & THORNBURG LLP

11 SOUTH MERIDIAN STREET
INDIANAPOLIS, INDIANA 46204-3535 U.S.A.
E.I.N. 35-0900596

CITY OF DES MOINES, IOWA
JASE STEINBERG, ESQ.
MYERS & JENKINS, P.C.
3003 N. CENTRAL AVENUE
SUITE 1900
PHOENIX, AZ 85012

May 30, 2006
Invoice No. 999552

PAYABLE UPON RECEIPT

00038589-000001
ATA HOLDINGS CORP

For legal services rendered in connection with
the above matter through the month of April 2006
as described on the attached summary.

\$28.50

TOTAL DUE THIS STATEMENT

\$28.50

00038589-000001 CITY OF DES MOINES, IOWA
ATA HOLDINGS CORP

04/19/06 W. Brewer

Drafted correspondence to client
regarding proposed plan of liquidation.

.10

00038589-000001 CITY OF DES MOINES, IOWA
ATA HOLDINGS CORP

05/04/06 W. Brewer

Reviewed and analyzed liquidating plan
and disclosure statement and drafted
correspondence to lead counsel
regarding confirmation process, plan
terms, and related deadlines and issues
in Chicago Express bankruptcy.

.20