



KEVIN W. EIDE
DISTRICT COURT JUDGE

CARVER COUNTY JUSTICE CENTER
604 EAST 4TH STREET
CHASKA, MINNESOTA 55318

CARVER, DAKOTA, GOODHUE, LESUEUR,
McLEOD, SCOTT AND SIBLEY COUNTIES

(952) 361-1420
FAX: (952) 361-1491
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STATE OF MINNESOTA
FIRST JUDICIAL DISTRICT

November 29, 2017

Mr. Joseph Cassioppi
Fredrickson & Byron
200 South Sixth St.
Suite 4000
Minneapolis, MN 55402

Mr. William Skolnick
527 Marquette Ave. So.
2100 Rand Tower
Minneapolis, MN 55402

Mr. Thomas Kane
33 South Sixth St.
Suite 4640
Minneapolis, MN 55402

Mr. Justin Bruntjen
1700 Plymouth Rd., #420
Minnetonka, MN 55305

RE: Continued service of Comerica Bank & Trust

Dear Messieurs Cassioppi, Skolnick, Kane and Bruntjen:

I am writing to you as counsel that argued the November 20, 2017 motion. Please feel free to discuss this matter with your co-counsel and your clients. I do ask that this information not be disseminated further until I issue my order from that hearing.

I will be issuing an order denying the motion to remove Comerica from their position as Personal Representative. Prior to the hearing, I inquired of you as to the benefit of having an individual appointed as a mediator or moderator to serve in a manner to increase the level of communication within the administration of the Estate, to the extent that it is lacking, and to

facilitate the resolution of matters internally, hopefully without the involvement of the Court [REDACTED]. I recognize that adding yet another layer of expense to the Estate is unfortunate, however, I am convinced that avoiding the transition to another personal representative and resolving even one dispute without spending many attorney hours briefing and arguing the matter will result in a clear net financial gain to the Estate.

When I brought this idea to your attention, Mr. Skolnick responded suggesting that retired Judges [REDACTED] and [REDACTED] and Justice James Gilbert might serve in this role. Mr. Cassioppi responded that he didn't oppose this approach but there was no agreement prior to the motion as to who would serve in this role. Following the hearing, I sent a letter request for proposals to Judges [REDACTED] and [REDACTED] and Justice Gilbert and added [REDACTED] to the list. Judge [REDACTED] has since informed or reminded me that he is serving as a mediator in the dispute with [REDACTED] and so it would not be appropriate for him to serve in this capacity. I have received responses from Judges [REDACTED] and [REDACTED] and Justice Gilbert. I attach my letter to them and their responses. Judge [REDACTED] and Justice Gilbert have asked that I also grant them the powers of a Rule 53 Special Master.

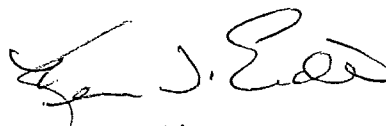
I ask that you consider the following:

1. Is it appropriate to appoint someone to serve as a moderator/mediator for the Prince Estate?
2. If so, is it appropriate that they proceed with the initial charge as I described in my letter? Are there other issues/matters that they should initially address?
3. If so, can you reach agreement as to utilizing Judges [REDACTED] or [REDACTED] or Justice Gilbert? Is there someone else you would propose to serve in this role?
4. Should the moderator/mediator also be granted Rule 53 Special Master powers?

I further ask that you discuss this with your colleagues and clients and then try to reach a consensus. If you are able to do so, please let me know by informing Ms. Shirk on or before December 8, 2017. If you are unable to reach a consensus, I am proposing a conference call with the Court and counsel on December 12, 2017 at 9:00 am. Please advise Ms. Shirk by December 8th if this time is unworkable with your schedule.

Thank you for your thoughtful consideration of this matter.

BY THE COURT



Kevin W. Eide

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STATE OF MINNESOTA
FIRST JUDICIAL DISTRICT

November 20, 2017

Justice James H. Gilbert, Retired
12700 Anderson Lakes Parkway
Eden Prairie, MN 55344

RE: The Estate of Prince Rogers Nelson

Dear Justice Gilbert:

I am writing as the District Court Judge handling the Prince Estate. Six siblings have been determined to be the heirs of the Estate. Shortly after Prince's death, the Court appointed Bremer Trust to serve as the Special Administrator. Bremer Trust found it difficult to work in the arena where there was constant push back from the (then presumptive) heirs, often with shifting agenda and alliances. They chose to seek a replacement personal representative and Comerica Bank & Trust was appointed as Personal Representative to succeed Bremer as of February 1, 2017. The appointment of Comerica was supported by all six heirs. At the time of their appointment, it was deemed crucial by the heirs and the Court that there be a high level of communication between the PR and the heirs.

While Bremer was serving as Special Administrator, they hired two entertainment industry experts, Charles Koppelman and L. Londell McMillian. Several issues have arisen regarding their service to the Estate and that is being investigated at this time by a Second Special Administrator. For the purpose of this letter, it is important to note that Mr. McMillian is currently serving as an advisor to three of the heirs, Sharon Nelson, Noreen Nelson and John Nelson, sometimes now referred to as SNJ as they seem to have formed a block of heirs with a common interest or agenda. There is a strained relationship between Comerica and Mr. McMillian, partially because of the aforementioned issues that have arisen with Mr. McMillian's service to the Estate as an adviser to Bremer Trust and also because of the inability to negotiate an acceptable non-disclosure agreement (NDA).

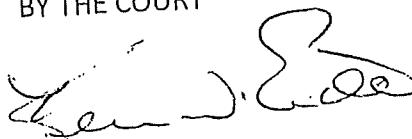
Sharon, Noreen and John have expressed great dissatisfaction with the work of Comerica, resulting in some newspaper reports but also in a Petition for the removal of Comerica that was heard on November 20, 2017. The Court has not ruled on that Petition.

After the Court determines whether to keep Comerica as the Personal Representative or appoint a new PR, would you be interested in serving as a moderator/mediator for the Estate? The Court has brought this idea to the attorneys recently and they have agreed in concept to this approach. You are one of four people who have been identified by the attorneys or the Court as someone who could serve in this role. The Court is seeking a response from all four. From the Court's vantage point, I can see three specific roles. First, attempt to improve the level of communication between the PR and the heirs. This would include determining when and how the heir's attorneys and advisors would be included in this communication. Second, try to negotiate an appropriate NDA between the Estate and Mr. McMillian. You may be successful in this task, unsuccessful or you might determine that it is not in the best interest of the Estate to have Mr. McMillian receive confidential information from the Estate. Finally, in the event of ongoing or future disputes between the Personal Representative and the heirs, to assist the Court as an independent third party in determining whether the Personal Representative is adequately communicating with the heirs, whether the heirs or their advisors are attempting to drive their own agenda to the detriment of the Estate, and whether the Personal Representative needs to be granted additional independence and reduce the influence of the heirs in the decision making process.

I see this role as being fairly intense for a short period of time until a trust level between the Personal Representative and the heirs is developed. Hopefully, this role would diminish in intensity quickly and be on an as-needed basis thereafter.

If you are interested in serving in this role, please contact Yvonne Shirk at yvonne.shirk@courts.state.mn.us or at 952-361-1438. Please provide us with your anticipated hourly rate and your availability over the next three months. I would appreciate your response by December 5, 2017. Thank you for your consideration in this matter. Your response at this time is in confidence but I would make the attorneys for the parties aware of any proposals that are made.

BY THE COURT



Kevin W. Eide

From: [REDACTED]
Sent: Tuesday, November 28, 2017 12:36 PM
To: [REDACTED]
Subject: Re: Request for Services - Judge [REDACTED]

[REDACTED] and Judge Ride,

I have received your invitation to consider assisting with the Prince Rogers Nelson Estate Matter.

Thank you for your consideration.

I am interested in assisting, but I need for you to know that I go south and will be out of state from Jan. 30 until the end of April, 2018. I appreciate that my schedule may preclude any consideration of my services, but I thank you for the invitation.

My current hourly rate is \$485.

Please let me know if I may provide additional information.

Best regards,

[REDACTED]
Judge of District Court (Retired)

- [REDACTED]
- Special Master
 - Qualified Neutral
 - Mediation
 - Arbitration
 - Trial
 - Special Litigation Committee (SLC)
- [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

Sent: Monday, November 27, 2017 1:22 PM

To: Shirk, Yvonne <Yvonne.Shirk@courts.state.mn.us>

Subject: Reply from Judge [REDACTED] to Judge Eide's letter of November 20 regarding The Estate of Prince Rogers Nelson

Dear Ms. Shirk,

I am in receipt of Judge Eide's letter of November 20, in which he indicates my reply should be directed through you. In that regard, please see below.

Kindly confirm that you have received this email and let me know whether Judge Eide would like any further follow-up from me.

Thank you,

Judge [REDACTED]

Dear Judge Eide,

Thank you for your letter of November 20 and for the potential opportunity to be of assistance to the parties and the court in the above-referenced matter.

Based on the information you've provided, it appears the case could benefit mightily from both a Mediator and a Special Master.

As to the three roles you've identified (outlined in the first paragraph on page two of your letter), I would make a suggestion.

I suggest the first two issues be reviewed and handled by a Mediator.

To the extent the Mediator successfully builds trust and rapport with all parties and their attorneys, the Mediator could be utilized thereafter, as you note, on an as-needed basis. Most importantly in the near term, mediating an effective, agreeable plan for ongoing communication between the PR and the heirs would be of enormous value to this case.

Anticipating that the second issue (the NDA) may be a challenge, even for the most seasoned and skilled mediator, the Court may want to simultaneously appoint a Special Master to be at-the-ready to to hear and address the third issue and make a proposed recommendation to the Court, should mediation not swiftly produce agreement on the NDA.

If the lawyers and the Court are in agreement with this proposal I am willing to accept appointment as Mediator.

I would suggest that the Mediation Agreement (a draft of which I could provide to the Court) specifically permit the Mediator, following conclusion of the mediation process, to a) provide the court with any written agreements reached through mediation and b) identify contested issues that cannot be resolved through mediation, including specifically the issues you've outlined at the conclusion of the first paragraph page 2 of your letter. As you know, most often Mediators do not directly communicate with the Court following mediation. By written agreement, the parties could agree to allow the Mediator to do so.

The structure of mediation at this phase relative to the issues you have identified in your letter would require preliminary discussions between counsel and the Mediator to ensure the best and most useful process.

I am confident I could construct a process that would work both effectively and efficiently for the lawyers and the parties.

Although it is feasible that the roles of Mediator and Special Master could be blended (with the agreement of the parties and counsel), my suggestion is to keep those roles separate. The roles are sufficiently distinct, I believe, and this case is of such complexity on a variety of fronts (which your letter touches on), that the parties and the Court would be best served, in my opinion, by keeping those roles separate.

I am available over the next three months to work with the parties and counsel. My hourly rate is \$390.00. All administration, for which there is no additional cost or fees, would be handled seamlessly through [REDACTED]. I believe Jim Gilbert would be a particularly excellent choice for Special Master in this case. His reputation and experience speaks for itself.

Regardless of how you choose to proceed, please know I am honored to be one of the four professionals to whom you sent your letter.

Best regards,

Judge [REDACTED]

Gilbert Mediation Center, Ltd.

Toll Free 1-(877)-237-0167 [877-ADR-0167]
www.GilbertMediation.com

MINNEAPOLIS
1530 Rand Tower
527 Marquette Avenue South
Minneapolis, MN 55402
Telephone (612) 843-3338
Fax (952) 767-0171

EDEN PRAIRIE
12700 Anderson Lakes Parkway
Eden Prairie, MN 55344-7652
Telephone (952) 767-0167 • Fax (952) 767-0171

ST. PAUL / OAKDALE
950 Inwood Avenue North
Oakdale, MN 55128-6625
Telephone (651) 789-1030
Fax (651) 730-0489

E-mail address:
jhgilbert@lawgilbert.com

November 27, 2017

VIA EMAIL

Judge Kevin W. Eide
c/o Ms. Yvonne Shirk
Carver County Justice Center

Re: The Estate of Prince Rogers Nelson
Moderator/Mediator

Dear Judge Eide:

Pursuant to your request, I am expressing my interest in serving as the moderator and mediator of the three specific roles identified in your letter of November 20, 2017. Improving the level of communication between the heirs, their attorneys and advisors and the Personal Representative, and negotiating an appropriate role and NDA between the Estate and Mr. McMillian can all potentially be resolved through mediation and lead to timely, informed decisions. Assistance by an independent third-party decision maker for ongoing or future disputes could also be beneficial and incorporated in an order.

If selected, I will make myself immediately available and work on an expedited and intensive basis as you requested and continue to make this important service my top priority over the next three months, or more if necessary. My hourly rate will be billed at \$400 per hour. A statement of my qualifications is attached and I do not know of any conflicts.

Experience as an Independent Third-Party Decision Maker

This past year I was requested by Judge Susan Robiner, Hennepin County District Court, to serve a dual role as a mediator and special master appointed under Minn. R. Civ. P. 53 in a complex commercial case involving Nissan North America, Inc., local auto dealers and multiple law firms. This hybrid procedure was approved by all of the parties, and a court order was entered establishing this process. (See attached Order). Pursuant to this role, I conducted numerous mediation sessions along with a large number of hearings where I made recommendations as special master through findings and conclusions to Judge Robiner on the

Judge Eide
Carver County Justice Center
Page 2

issues raised, briefed and argued by all of the parties. Judge Robiner then entered orders approving the recommendations. Some of the hearings were in person, but most were held over the telephone to expedite decisions and keep costs down. That case eventually settled on all issues.

I firmly believe that the combined dual role as mediator/special master that I fulfilled in that case helped in reaching a full settlement on all of the pending issues. As such, I gained an in-depth understanding of the case, all the related issues, and the various goals and objectives of all of the parties. Working together with the parties on a proactive basis on both assignments helped lead to closure for all. This combined, hybrid dual role, as provided for in Minn. Gen. R. Pract. 114.02(a)(10), may also work well in this case.

If all of the parties and you agree to this procedure, I would first endeavor to mediate any ongoing or future concerns of the parties. I would listen to all involved in an attempt to resolve such issues on a proactive and expedited basis. If mediation were unsuccessful, upon request of a party, I would then, as special master, hold a hearing and make recommendations to the Court on issues presented as an independent third party, as you suggested.

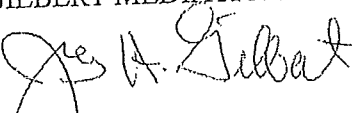
Alternatively, because of mediation confidentiality issues, two individuals could be appointed; one to focus on mediation, moderating, communication and resolution, and another to serve as the special master on unresolved issues that may arise and need an independent recommendation to the Court for consideration. This approach may also work but could add delay and expense to the Estate.

Gilbert Mediation Center, Ltd. has experienced professional staff and administrative support and uses the latest technology. Our mediation center staff can assist in scheduling, editing and cite checking, and we have experience in handling large volumes of documents on a highly confidential basis. Our Eden Prairie facility has five conference rooms that could be available for meetings and hearings, which is in close proximity to the Carver County Courthouse. We also have offices in downtown Minneapolis. <http://lawgilbert.com/>

I appreciate being considered for this important appointment and would be honored to serve in whatever ADR procedure is selected. Please let me know if you have any questions or concerns. Thank you for your consideration.

Sincerely,

GILBERT MEDIATION CENTER, LTD.



James H. Gilbert

Enclosures

JAMES H. GILBERT
Statement of Qualifications

James H. Gilbert is President of Gilbert Mediation Center, Ltd., a full-service mediation and arbitration practice associated with seven other mediators and arbitrators. In addition, Mr. Gilbert is President of the James H. Gilbert Law Group, P.L.L.C., a law firm engaged in alternate dispute resolution; consulting; general, corporate, real estate and appellate practice; and negotiations. From January 28, 1998 to August 9, 2004, Mr. Gilbert was an Associate Justice for the Minnesota Supreme Court. Prior to that, Mr. Gilbert was engaged in the private practice of law for over 25 years with Meshbeshier and Spence, Ltd., and was the past CEO and Managing Partner of the law firm.

Education: University of Minnesota, B.A. in Political Science and a minor in Economics in 1969; University of Minnesota Law School, Jurist Doctorate degree in 1972; New York University School of Law, Advanced Studies in Appellate Writing in 1998.

- MSBA Certified Civil Trial Specialist (1997-2004);
- Licensed to practice in the States of Minnesota (1972) and Wisconsin (1984-2007), the U.S. Supreme Court (1984), 8th & 10th Circuit Court of Appeals, and the U.S. District Courts of Minnesota and Arizona;
- Minnesota State Bar Association Certified Civil Arbitrator (2008);
- Qualified Neutral under Rule 114, Minnesota General Rules of Practice;
- Judicial Merit Selection Commission for State of Minnesota, Member (1991) and Chair (1992-1997). Participated in the appointment process for over 90 judges with Governor Arne Carlson;
- Minnesota D.A.R.E., Inc., Member of the Board of Directors (1998-2007);
- Chair of the Standing Committee for Administration of No-Fault Arbitration (2004-2008);
- Distinguished Jurist Award by the Academy of Certified Trial Lawyers of Minnesota (2004);
- Frequent lecturer at Continuing Legal Education seminars on appellate practice, alternative dispute resolution, mediation and reform of the judicial system;
- MSBA Member;
- Past Supreme Court Committee Assignments: Liaison to the ADR Review Board; Standing Committee for ADM of No-Fault Arbitration; Supreme Court Chemical Health

Initiative; Low Cost Litigation and Early Judicial Intervention in Family Law; Chair General Rules of Practice;

- Minnesota News Council, Hearing Chair (2004-2012);
- John Marshall School of Law, International Moot Court Competition involving Information Technology and Privacy Law, Chicago, Illinois (2002-2014);
- External Oversight Committee, Hennepin County's Accelerating Graduation by Reducing Achievement Disparities, Committee Member (2010-2011);
- Minnesota Super Lawyer (2008-2010, 2014-2017);
- National Academy of Distinguished Neutrals, Minnesota Chapter, Charter Member;
- Named as a "Best ADR Individual Moderator" in the 2017 Minnesota Lawyer Reader Rankings; and
- Gilbert Mediation Center was named the "Best ADR Company" in the 2017 Minnesota Lawyer Reader Rankings.

Since stepping down from the Supreme Court, Mr. Gilbert has personally served as the trustee of various types of trusts, as personal representative in probate matters, as a special master on complex commercial cases, and as the sole member of a special litigation committee appointed by the board of directors of a major Twin Cities-based corporation. Mr. Gilbert has also served as an arbitrator and mediator on hundreds of cases, including real estate, business evaluation and ownership disputes, probate and trust matters, contracts and non-compete/non-disclosure cases. In one case, a Judge from Minnesota's Sixth Judicial District appointed Mr. Gilbert as the mediator, personal representative and arbitrator on a probate estate litigation case among family members. That case was resolved through mediation.

Mr. Gilbert has also worked with multiple parties and multiple law firms on individual cases that have extended over lengthy periods of time with many complex issues and major monetary disputes.

