

Exhibit “A”

BILLING REQUIREMENTS FOR ATTORNEYS

PROVIDING LEGAL SERVICES

TO

THE TOWNSHIP OF WEST ORANGE

PREPARED: DECEMBER, 1995

INTRODUCTION

The Township of West Orange intends to manage legal expenses in a deliberate and measured way that assures appropriate legal representation for the Township of West Orange. The Township of West Orange, likewise, is committed to assuring that legal expenditures are consistent with a case by case litigation strategy and are reasonable, necessary and appropriate. The Township of West Orange firmly believes that adherence to the billing requirements will yield realization of our goal of providing appropriate legal representation to the Township of West Orange while insuring appropriate, reasonable and value added legal expenditures.

The relationship between the Township of West Orange and Counsel is based on mutual trust and confidence. Counsel and all paraprofessionals designated to work on behalf of the Township of West Orange, are expected to provide quality legal services and bill for same fairly and accurately. Counsel have discretion in directing litigation for which they are responsible but will advise the Township of West Orange of significant (in terms of time and dollars) steps that Counsel proposes to take. It is the policy of the Township of West Orange to always be fully prepared in any litigation and to defend the cases in a cost effective manner.

BILLING REQUIREMENTS FOR ATTORNEYS PROVIDING LEGAL
SERVICES TO THE TOWNSHIP OF WEST ORANGE

I. STAFFING

The Township of West Orange will assign a law firm in a particular matter and authorize work to be billed to each file by certain personnel. Non-assigned personnel may not work on files without prior approval from the Township of West Orange. Fees and expenses received as a result of work by non-assigned personnel will not be paid unless pre-approved by the Township of West Orange. Generally, no more than one partner and/or one associate and one paralegal will be authorized to work on a file. Firms are expected to monitor the staffing needs of cases as they progress and to inform the Township of West Orange if the case could be staffed more economically. The goal is to minimize the number of firm personnel necessary to handle the case effectively. The Township of West Orange also expects law firms to review staffing assignments as necessary to insure that tasks are assigned to staff at the appropriate level of expertise and billing rate.

II. BILLING FREQUENCY

All matters shall be invoiced on a monthly basis. Moreover, if the total fees for professional services in any month are less than \$500.00, billing may be deferred until such fees exceed \$500.00 in the aggregate.

III. HOURLY RATES

The Township of West Orange will pay the hourly rate for attorneys and paraprofessionals which are approved in advance. Rate increases will be honored only if agreed upon in writing by the Township of West Orange.

The Township of West Orange agrees to pay the firm for the performance of legal services based on the following rates per hour:

- Partner \$80.00 per hour
- Associate \$80.00 per hour

IV. DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

Generic and vague activity descriptions such as the following are not acceptable in the absence of further description:

- Arrangements for

- Attention to
- Attend deposition
- Conference with
- Discovery
- Discussion with
- Meeting
- Motion work
- Review/draft pleadings
- Prepare correspondence
- Receipt of documents
- Research
- Review case and issues
- Review correspondence
- Telephone call with
- Trial preparation
- Update strategy
- Work on project
- Work on file
- Work on discovery

Each activity must be adequately described. The use of generic descriptions such as "work on file", "review correspondence", "research", "trial preparation", etc., are unacceptable. The descriptions provided should be specific enough to allow a person unfamiliar with the case or billing attorney to determine what function is being performed and the necessity of the function to the progress of the case. The addition of a "re" descriptor is usually necessary. Such detailed description is required of most work including but not limited to: (See List Above as to Previous indications).

V. TIME CHARGES

The Township of West Orange requires that .10 hour (One Tenth of an hour) be used as the minimum billing charge and billing increment. It is the Township of West Orange's experience that there are numerous functions which appear in legal billings that consume less than fifteen minutes (.25), or even twelve minutes (.20 hours). Since the Township of West Orange asks that all time charges in the billings be exact and not a rounded figure, the .10 minimum charge and increment is appropriate for that purpose. Functions requiring less than six minutes to perform should be added together to equal .10.

VI. ACTUAL TIME EXPENDED

The Township of West Orange requires that the time entered be the actual time expended on a function, to the nearest tenth of an hour.

The Township of West Orange will accept only actual time expended upon functions and not standardized charges for work which is form in nature. The Township of West Orange recognizes that many documents are form in nature, pre-printed, or computer generated and that the time required for their completion is more dependent on the accuracy of the word processor and the speed of word processing equipment than on the skill or time of the professional involved.

The Township of West Orange does not expect to be billed individual charges for documents such as subpoenas on multiple parties when only one form of the notice or subpoena is prepared and then utilized over and over again.

VII. BILLING FORMAT

The Township of West Orange requires that you utilize the following billing format when providing bills for professional services:

The Billing Format would therefor look like:

Date	Timekeepers Initials/Name	Description of Work Performed	Time	Hourly Rate	Total Charged
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1. The date the function was performed.
2. The name or initials of the billing attorney or paralegal.
3. A description of the single itemized service rendered or provided. For example, a billing entry for a telephone call should be billed separately from the correspondence that might be prepared in conjunction with that conversation. Each function performed should indicate its appropriate time.
4. Specific, accurate time in tenths of an hour should be indicated in the bill.
5. The agreed upon hourly rate for each timekeeper rendering and/or providing the services as indicated under the heading of hourly rate.
6. The total charge for that individuals service entry.

All entries are to be in chronological order.

After the above line by line break down, the bill should then indicate a summary section for the billing period, including:

1. Initials or name of each timekeeper.
2. The status of each timekeeper (partner, associate or paralegal, etc.)
3. The total number of hours billed by each timekeeper performing services during the billing period.
4. The hourly rate charged for each timekeeper performing services during the billing period.
5. The total amount charged for each timekeeper during the billing period.

VIII. PROFESSIONAL SERVICES

The Township of West Orange requires that only professional services be the subject of billing. There are numerous functions which are basically secretarial or clerical in nature and should not ordinarily involve the participation of an attorney or a paralegal personnel in their completion. Some of these functions are as follows:

- Scheduling and arrangements
- Scheduling meetings
- Scheduling appointments
- Preparing deposition notices
- Calendar/docketing
- Checking for conflicts
- Date stamping, indexing file materials
- Tabbing file materials
- Picking-up and delivering documents and records
- Completing telephone calls and/or correspondence to Copy Services, providers, deposition reports and various vendors
- Creating and organizing binders and notebooks
- Creating and organizing folders
- Processing vendor bills
- Organizing files and papers for storage
- Updating lists
- Coping and binding
- Filing and re-filing
- Inventorying of documents
- Pulling/Copying documents

- Arranging for reporters and translators
- Making travel arrangements
- Preparing subpoenas for employment and medical records wherein a Record Copy Service form is prepared

In all the examples stated above, the attorney will typically instruct a secretary to complete a task and the secretary will perform the function independently with no further input from the attorney. For instance, the preparation of routine correspondence and pre-printed court forms are items entirely generated by office support staff.

The Township of West Orange will not pay for secretarial, clerical or administrative functions performed by attorneys, paralegals or non-professional staff such as secretarial, clerical, computer, library and/or other non-professional personnel.

APPEARANCE/DEPOSITIONS

1. The attendance of more than one attorney, paralegal, etc., representing the Township of West Orange, whether at a deposition, hearing, trial or meeting is not authorized. Exceptions must have prior approval by the Township of West Orange.

DOCUMENTS

File reviews, document reviews, and/or other preparation by more than one attorney and/or paralegal for depositions, hearings, arguments, trial or meetings are not authorized.

2. Depositions or examinations before trial can, when properly coordinated, provide information vital to a prompt and fair disposition of the case. The Township of West Orange requires that you seek prior approval before scheduling or attending non-party depositions.

EXPERTS/CONSULTANTS

The retention of expert witnesses, consultants, and the like must be pre-approved by the Township of West Orange. Fees and expenses for experts will not be paid or reimbursed unless a detailed budget for the services, rates and pre-payment terms have been approved by the Township of West Orange. Fees and expenses incurred prior to budget approval will not be paid. Attached hereto as Exhibit "A" are the Experts and Fee Schedules which are pre-approved.

INVESTIGATORS

Prior approval is required before engaging any paid investigators by the Township of West Orange.

LEGAL RESEARCH

You must obtain prior approval from the Township Council or Insurance Commission of West Orange before conducting any legal research in excess of two hours. This approval can be sought either by letter or telephone and the following items should be addressed:

- The purpose of the research
- Hours to be expended performing this research; and
- Cost of research

The Township of West Orange should not be charged for any routine legal research. In matters of common knowledge among reasonably experienced counsel are non-chargeable; where circumstances exist that enable you to utilize data or brief banks, the Township of West Orange should only be charged for the updating of previously researched materials. It is expected that paralegals or law clerks would be utilized in research matters avoiding extensive research time expended by partners or associates. Copies of all research memoranda or other work products resulting from the research should be submitted to the Township of West Orange.

FILE REVIEW

The Township of West Orange will not pay for file reviews caused by an administrative decision by the firm to transfer the handling of the entire case or a portion of the case between firm personnel. Similarly, the Township of West Orange will not pay for file reviews to add personnel or replace personnel handling a case.

IX. OVERHEAD

The Township of West Orange will not pay for the law firms overhead which includes but is not limited to the following items:

- Rent
- Rental of equipment
- Utilities
- Flat charges
- Air Conditioning; heating
- Postage
- Incoming fax

- Local telephone charges
- Secretarial time or overtime
- Secretarial transportation; meals; word processing; proof reading
- Investigative services
- Computer litigation support services
- Education seminars
- Training
- Charges for professional reading
- Legal Books and publications
- Time and expense for conflict checks and analysis before accepting or rejecting a case
- Billing review in preparation
- Charges to open or close a file
- File organization
- Messenger delivery charges
- Employee courier
- Employee courier charges
- Overtime meals
- Supplies
- Bate stamping
- Velabinding

DISBURSEMENT AND EXPENSES

The Township of West Orange requires an itemized breakdown of actual costs in the cost or disbursement portion of each invoice without grouping costs or disbursements. All costs and disbursements should be billed at cost and not include mark-ups by the firm. Routine expenses incurred should be directly paid by the lawfirm and then billed back as disbursements pursuant to interim billing policy. Exceptional expenses (expert witnesses, or preparation of visual evidence) should be forwarded directly to the Township of West Orange. Such invoices forwarded directly to the Township of West Orange for payment must include the vendors tax I.D. or Social Security Number. All expenses must have supportive documentation that will be forwarded with the payment request. All disbursement items must be fully described. The Township of West Orange will not accept any miscellaneous expense items, all expense and time charges are subject to audit and the following guidelines should be followed with regard to specific expense items:

If the items covered under this Section are remitted to the attorney in the Townships Operation and Expense Budget, than the attorney shall not be reimbursed as set forth in this Section.

A. Photocopying

Outside photocopying is to be utilized as a cost saving factor for voluminous projects and not as a method to handle overflow for the firms convenience. Accordingly, the Township of West Orange expects to see such charges from .03 cents to .12 cents per page. Of course, all documentation from the outside photocopying service validating the charge must be provided with the bill.

B. Travel Time

Driving time and other travel time during which work is performed for the Township of West Orange must be indicated in a separate entry, separate from the actual appearance or attendance at a hearing, meeting, etc.

Local Travel

The date of travel, person engaging in the travel, destination, purpose of the travel, number of miles traveled, price per mile reimbursed and the total cost must be indicated.

The Township of West Orange will not pay more than the maximum Internal Revenue Service allows for mileage which is .25 cents.

Air Travel

All air travel must be via economy/coach class. The Township of West Orange should be provided with the actual receipt from the airline ticket with the bill. Air travel arrangements should be made as early as possible to avoid unnecessary costs.

Out of Town Travel

This service is to be billed on an hourly basis up to a maximum eight hour day.

Hotel

The Township of West Orange will pay the cost of moderately priced hotels or motels. If an attorney chooses otherwise, the Township of West Orange will only pay moderate rates. A copy of the actual hotel or motel receipt must be provided with the invoice. Credit card receipts are not acceptable documentation for travel expenses.

Meals

The Township of West Orange will only reimburse you for meals incurred during travel requiring an overnight stay.

The maximum allowable reimbursement for meals is \$35.00 per day during trips requiring an overnight stay.

C. Telephone

Only actual long distance telephone line charges will be accepted for reimbursement. You should indicate the date of the telephone call, the telephone number called, name of person called, reason for call the total cost. Local telephone charges are not reimbursable.

D. Postage

Postage expenses are considered part of normal overhead and shall not be accepted for reimbursement. Only extraordinary postage expenses will be acceptable where multiple parties are involved and the cost exceeds normal overhead postage expenditures. Sending documents by certified mail as required by court rules is not considered an extraordinary postage expenditure.

E. Facsimile Charges

Fax charges are considered normal overhead costs to a lawfirm and are not accepted for reimbursement except when the Township of West Orange requests a document to be faxed or an emergency situation arises over which the law firm has no control. In the case of the latter, reimbursement is subject to approval by the Township of West Orange.

In those circumstances, the Township of West Orange is to be charged only the actual telephone line charged for outgoing faxes. Flat rates or per page rates for faxing documents are not an acceptable basis for reimbursement. Charges for incoming faxes are never acceptable for reimbursement.

F. Messenger/Courier/Federal Express/Express Mail Service

The use of Messenger and expedited mail services is considered part of the normal overhead cost of the lawfirm.

The costs of these services is not accepted for reimbursement, except when the use of these services was at the Township of West Orange's request or if an emergency situation occurs over which the firm has no control. In that event, reimbursement of more than \$150.00 annually will be subject to the Township's approval. In-house Messenger charges will not be accepted.

G. Computer Assisted Research

The Township of West Orange considers charges for expenses associated with the use of Westlaw, Dialogue, Lexis, Information America and other computer research databases to be part of the firm's overhead.

These charges in akin to the purchase and maintenance of the firm's law library. Therefore, these charges will not be accepted for reimbursement.

H. Non-Reimbursable Expenses

The following costs will not be reimbursed by the Township of West Orange:

- Clerical or secretarial salaries or overtime expenses for full-time or temporary staff
- Office supplies
- Document processing
- Word processing
- Data input or processing
- Binding
- Meals for staff in the office including late meals on conference meals
- Travel related expenses such as alcoholic beverages rental movies, personal grooming services, private limousine transportation (as opposed to taxi or shuttle services)
- Taxis for lawfirm personnel except out-of-town while traveling
- Unspecified miscellaneous or general cost advances included as disbursement items on the invoices
- Commuting expenses to or from work for firm personnel
- Cellular phone charges

I. MULTIPLE ACTIVITIES

Where multiple activities are billed on a single day, each activity must be shown and charged separately. Time entries should be grouped only where the activity takes less than one tenth of an hour and grouping is necessary to avoid minimum increment billing.

J. Actual receipts for expenses over \$25.00 must be attached to your bill to the Township of West Orange.

X. AUDITING

The Township of West Orange reserves the right to audit all legal bills submitted by any firm along with the corresponding legal file. This audit may be performed by the Township of West Orange personnel or a professional auditor of our choice, as designated by the Township of West Orange.

Counsel will fully cooperate with any audit or investigation. The Township of West Orange will not pay for time spent in connection with any such audits or investigations.

Payment of any bill by the Township of West Orange at any time does not constitute a waiver of the Township of West Orange's rights to subsequently question, dispute, obtain, reimbursement of compromise or request free payment or future credit for any bill or invoice previously paid. The Township of West Orange retains the right to audit all bills or files which are or have been the subject matter of any billing in the past. Such an audit will require the firm to produce any and all documentation which would support the billing submitted by the firm. The firm will produce any individual that has submitted billing on behalf of the firm as well as any firm personnel who would have knowledge or information regarding any billing and the firm shall produce such person to answer any and all questions regarding the billings. Each firm subject to these guidelines acknowledges without protest that the Township of West Orange may utilize either its own personnel or personnel from an outside auditing service to perform such audits.

XI. COMPLIANCE

The Township of West Orange will construe each statement for services as a representation by a lawfirm that the attorney in charge of the matter has reviewed the statement and has determined that it accurately reflects work and expenses reasonable and necessarily incurred, is directly related to matters listed, and that the fees and charges reflected in the statement comply with the policies described herein.

ACKNOWLEDGEMENT

I, hereby acknowledge receipt of the reporting and billing requirements for attorneys providing legal services to the Township of West Orange. I have read, understood and agree to comply with the guidelines of the Township of West Orange, on behalf of the firm. I represent to the Township of West Orange that all attorneys, paralegals, para-professionals, employees, agents, servants, or other workers of the law firm shall use their best effort to comply with the Township of West Orange's guidelines on all work assigned to this firm by the Township of West Orange.

FOR THE TOWNSHIP OF WEST ORANGE

DATED: _____

FOR THE FIRM OF

DATED: _____

Resolution #7991-96
2/27/96

RESOLUTION

WHEREAS, the Alternate Means Committee for the Township of West Orange has recommended that there be a revision in the billing practices for the attorneys performing legal services for the Township of West Orange; and

WHEREAS, as a result of that recommendation a Draft of the Billing Guidelines was prepared and submitted to the Mayor, Council, Alternate Means Committee and Insurance Commission with copies to attorneys so involved; and

WHEREAS, as a result of discussions concerning the Draft and reconciling same with the Billing Guidelines as they presently exist, changes were made to the Billing Guidelines which were submitted under letter dated January 23, 1996, copies to the Mayor and Council.

NOW, THEREFORE, BE IT RESOLVED that the billing guidelines as prepared and modified dated December 1995 be and hereby adopted as Billing Guidelines for the Township of West Orange.