

CLARK BAIRD SMITH LLP

ATTORNEYS AT LAW

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July 17, 2014

Sharon Langlotz-Johnson
Township Supervisor
Palatine Township
721 S. Quentin Road
Palatine, IL 60067

Re: Representation by Clark Baird Smith LLP

Dear Ms. Langlotz-Johnson:

You have asked Clark Baird Smith LLP to provide legal representation to the Palatine Township with respect to certain labor and employment matters. Clark Baird Smith LLP will be pleased to provide these services and to assist with such other matters as the Township may refer to us from time to time. This letter, along with the attached Terms of Engagement for Legal Services, shall serve as our agreement with respect to our services. The Terms set forth additional details concerning our engagement and further explain our billing practices.

It is expected that Lisa Callaway and I will be your primary contact persons at the firm, although we may utilize other attorneys and staff members at the firm to assist us in representing the Township, and you may certainly contact any of our attorneys directly if the need arises. (Parenthetically, please note that I live just a few blocks from the Township Center, in Palatine.) Unless otherwise agreed in a specific instance, we will bill you based upon the time we spend rendering our services. We normally bill on a monthly basis, so that you will see the extent of the legal fees and disbursements as they are incurred. Our 2014 public sector partner hourly billing rates range from \$295 to \$325 per hour, and the rates for our associate attorneys range from \$195 to \$280 per hour.

To evidence concurrence with the scope of services to be rendered, the arrangements for billing and payment of fees and expenses, and our Terms of Engagement for Legal Services, please return a signed copy of this letter to me. If there are any questions at any time about our billing practices or a particular fee or cash disbursement or any other aspect of our legal services, please bring it to my attention as soon as possible.

We sincerely appreciate the opportunity to represent the Palatine Township and will endeavor to provide prompt and responsive legal services at all times.

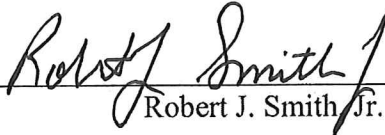
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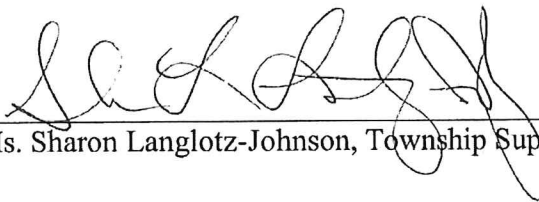
Very truly yours,

CLARK BAIRD SMITH, LLP

By  _____
Robert J. Smith, Jr.

RJS/mrt
Encl.

The Palatine Township understands and agrees to the terms of this engagement letter and the attached Terms of Engagement for Legal Services.

By  _____
Ms. Sharon Langlotz-Johnson, Township Supervisor

 _____
Date