



SCOPELITIS, GARVIN, LIGHT, HANSON & FEARY

DOL Persuader Rule Agreement

As you know from our recent reports, the U.S. Department of Labor has revised the circumstances under which employers and labor relations consultants must file public reports identifying their “persuader” activities. Many of the services provided by our Firm to the Company and its affiliates in the past, such as providing labor advice, supervisor and management training, drafting materials for communications with employees, and the like, would now be covered by this new “indirect persuader” activities reporting requirement. Importantly, however, indirect persuader activities and payments made pursuant to a multi-year agreement to which the parties entered into prior to July 1, 2016, will not be covered by the new regulation. *In other words, to the extent parties have an agreement in place prior to July 1, no public reports will need to be filed even if the actual services or payment for such activities and services occurs after July 1.*

Because the DOL allows for the agreements to be either formal or informal, we are writing now to confirm our agreement with the Company to continue to provide on an ongoing basis, until terminated by either party upon advance written notice, indirect persuader activities as the term is defined by DOL regulations. The Firm will continue to provide these types of services pursuant to the standard billing practices between the parties in effect at the time the services are rendered. This agreement covers the Company and all of its affiliates and related entities, successors, and assigns.

Finally, although indirect persuader activities are covered by this agreement and will not require the filing of public reports, direct persuader activities, such as speaking directly to employees, are not contemplated in this agreement and would be reportable to the extent they were to be conducted.

We assume that you wish us to continue this agreement unless or until you inform us otherwise prior to July 1, 2016. Please do not hesitate to contact Gregory M. Feary (gfeary@scopelitis.com), James H. Hanson (jhanson@scopelitis.com), A. Jack Finklea (jfinklea@scopelitis.com), or Donald J. Vogel (dvogel@scopelitis.com) if you have any questions.