

## **Covenant with Alliance Counsel**

### **Univar will:**

- Assign as much work as possible to you as an Alliance firm
- Designate one lawyer to serve as our relationship manager
- Define our objectives in the engagement and advise you if those objectives change
- Pay your bills promptly and trust you to bill us in compliance with our billing guidelines
- Understand that matter-specific budgets may need to be revised for unforeseen events and developments
- Understand that this relationship is built on mutual trust and that by eschewing a “no stones unturned” approach, we accept some risk
- Evaluate and communicate about your performance fairly and regularly
- Keep our commitment to reward success and efficiency
- At the conclusion of each matter, organize and participate in “after-action” reviews to help us continuously improve performance
- Be flexible, accommodating and creative in dealing with potential conflict issues that may arise
- Provide training opportunities for your associates through short term secondments or other creative arrangements
- Assist your firm to be a better collaborator with other lawyers, law firms and legal service providers
- Seek creative arrangements with our other service suppliers to leverage our costs down
- Recommend your firm to other companies

### **Our Firm will:**

- Designate one lawyer to serve as our relationship manager and will not bill for time in this role.
- Understand your objectives and give honest feedback on whether they are realistic and attainable.
- Provide budgets with estimates of fees and expenses for specific matter engagements shortly after our engagement, but in no case longer than 30 days (90 days for litigation matters). We will update that estimate immediately (within 5 business days) if we determine that there will be any material change in the estimate (upward or downward). We understand that hourly rate increases do not cause the budget to increase.
- Understand that we are responsible for our budgets and estimates and that our experience forms the basis for accuracy and limits the scope of events and developments that are truly unforeseen
- Post our bills electronically and in a timely fashion (e.g. within 30 days of the activity)
- Bill you fairly and understand that you do not seek education, elegance, new law, or perfection unless these provide value consistent with Univar’s objectives.
- Always seek simple, effective solutions
- Embrace the concepts of the ACES™ model and recommend that model to other clients and law firms
- Seek continuous improvement in all that we do
- Find ways to train our associates efficiently and effectively without imposing additional and unwarranted costs on you
- Never “reinvent the wheel” by looking first to past work product wherever that may be and develop ways to do so to encourage efficiency and continuous improvement
- Seek to reduce our costs creatively and constantly and share those savings with you while also increasing our profitability
- Not ask for blanket conflict waivers and be responsible to bring actual or potential direct, client or issue conflicts to your attention
- Exploit technology to our mutual benefit and fully utilize the Legal Tracker system
- Use our judgment on when a development warrants communication that extends beyond a status update in Tracker
- Eliminate pass through billing of costs that are truly overhead and part of our cost of providing legal services

**FOR UNIVAR INC. BY:**

**FOR LAW FIRM BY:**