

DAYID T. BALL, ESQ.
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August 31, 2022

Via Email Only

Dr. C. Jeff Woods
General Secretary
American Baptist Churches in the U.S.A.

RE: Agreement Between the American Baptist Churches in the U.S.A. and
Rosenberg & Ball Co., LPA

Dear Dr. Woods:

Thank you for selecting Rosenberg & Ball Co., LPA ("the firm") to advise and represent the American Baptist Churches in the U.S.A. ("ABCUSA") as its general counsel. This letter confirms our recent discussion regarding the scope and terms of this engagement.

David Ball agrees to represent the ABCUSA as its general counsel. ABCUSA agrees to pay the firm \$200.00 per hour for David Ball's time spent working on non-litigation matters, \$300.00 per hour for Mr. Ball's time spent working on litigation matters (unless ABCUSA's insurer agrees to provide representation through Mr. Ball at a lower hourly rate, which will be acceptable to our firm), and \$100.00 per hour for any paralegal time that may be necessary to provide cost-effective representation.

ABCUSA or our firm may terminate the engagement at any time for any reason by written notice, subject on our part to applicable rules of professional conduct. In the event that we terminate the engagement, we will, subject to the terms hereof, take such steps as are reasonably practicable to protect ABCUSA's interests and, if ABCUSA so requests, we will suggest possible successor counsel and provide it with whatever papers ABCUSA has provided to us.

The firm will send ABCUSA monthly billing statements. Statements will contain a description of services, including the date, the person rendering the service, the amount of time involved, and a description of the task accomplished. Monthly statements also will itemize monies advanced on ABCUSA's behalf, such as filing fees.

In the event ABCUSA should disagree with, dispute or question the amount stated to be due under any statement which we issue to ABCUSA, ABCUSA agrees to communicate such

disagreement, dispute or question to us in writing within 30 days following ABCUSA ' s receipt of such statement. In the absence of our receipt of such written communication regarding the amount stated to be due under any statement within such time , we shall be entitled to assume that ABCUSA has agreed to the amount of such statement and that ABCUSA will pay the same amount within 30 days following ABCUSA ' s receipt of such statement.

It is our policy to obtain a retainer deposit ("Retainer Deposit") in respect of new engagement in an amount which is appropriate to the circumstances of the engagement before we commence to render professional services on ABCUSA ' s behalf. In this instance, the firm is not requiring any Retainer Deposit, but it reserves the right to require a Retainer Deposit should it appear necessary in the future.

The firm will send ABCUSA documents, correspondence, and other information. These copies will be ABCUSA ' s file copies. Please retain them. The firm will keep the same information in its file. When the firm closes its file in this matter, it will return all original documents to ABCUSA. The firm will store the closed file for approximately three years and then destroy the file unless ABCUSA instructs the firm in writing now to keep ABCUSA's file longer at its expense.

Please understand that while we cannot, and do not, guarantee the outcome or success of this or any other engagement or professional undertaking, we will earnestly strive to represent and serve ABCUSA's interests in this engagement effectively, efficiently, and responsibly while endeavoring to accomplish ABCUSA 's objectives in this engagement.

A copy of this letter is enclosed for your review, signature, and return. I am very pleased to be working with ABCUSA as general counsel. Please contact me with any questions.

Sincerely,

David T. Ball; Esq. on behalf of Rosenberg & Ball
Co., LPA

I have read this letter and consent to its terms and conditions.

American Baptist Churches in the U.S.A..

By : _____
C. Jeff Woods

Date _ _ _ _