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**STITZEL PAGE & FLETCHER PC**

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ATTORNEYS AT LAW

Robert E. Fletcher - rfletcher@firm SPF.com - (802)660-2555

June 20, 2016

**VIA ELECTRONIC MAIL ONLY**

Bruce Johnson  
Town Administrator  
Town of East Montpelier  
P.O. Box 157  
East Montpelier, VT 05651  
[emontadmin@comcast.net](mailto:emontadmin@comcast.net)

Re: Professional Engagement of Stitzel, Page & Fletcher, P.C. – East Montpelier Village Safety (Sidewalk) Project

Dear Bruce:

Thank you for calling us on June 17, 2016, to discuss Stitzel, Page & Fletcher, P.C., (“SPF”) providing professional services and counsel to the Town of East Montpelier (“Town”) in connection with right-of-way acquisition and other matters related to the Village Safety (Sidewalk) Project. We appreciate your confidence and trust in our abilities and professional advice in this Project (the “Matter”).

We understand that the scope of our services will be to advise the Town regarding acquisition of the necessary rights-of-way for the Project, either through donation or condemnation; performance of the real estate title research; draft and advise on the execution and recordation of necessary legal documents and instruments of transfer; and other related matters. We will work diligently in a cost effective and efficient manner.

This letter confirms previous conversations and email correspondence between you and our office concerning our relationship. The Town will agree to retain SPF as its legal counsel with regard to the Matter beginning as of the date hereof, and continuing until acquisition of the necessary rights-of-way is complete. Your primary contact in the Firm will be David Rugh and me, although other lawyers in the Firm may be consulted as needed. By signing below, the Town agrees to be represented by the Firm as it pertains to the Matter.

Bruce Johnson  
Town Administrator  
Town of East Montpelier  
June 20, 2016  
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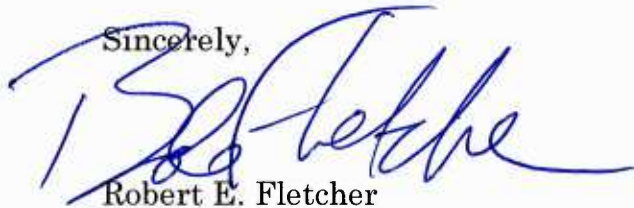
If retained, legal services provided by the Firm will be billed at the rate of \$160.00 per hour for associates, \$190.00 per hour for Owners and \$60.00 per hour for paralegal/legal assistant services. We can assure you that the Firm has no intention or expectation of increasing these rates for services during calendar year 2016.

We charge at cost for miscellaneous expenses such as long-distance telephone, on-line legal research and off-site document copying. We charge at the federal reimbursement rate (\$0.54/mile presently) for mileage and our copying charge is \$0.15 per page. We send itemized bills on a monthly basis, in arrears, for all services and costs so the Town will see who provided what service on what date in the Matter.

If at any time the Town has questions about the work we are doing on the Matter, or about our performance of any of that work, please call me so that we can address those questions or issues.

Assuming the foregoing accurately reflects our agreement, please execute and return a copy of this letter to me. Of course, if you or the Selectboard have any questions or comments, please feel free to contact us. We look forward to working with you in connection with the Matter.

Sincerely,



Robert E. Fletcher

REF/dwr

ACCEPTED:

SELECTBOARD  
TOWN OF EAST MONTPELIER

Dated: \_\_\_\_\_

By: \_\_\_\_\_  
Duly Authorized