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Via: Email only

Amy Stewart, Superintendent
Jim Grosch, Business Manager
Warren County School District
6820 Market Street
Russell, PA 16345

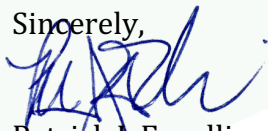
In re: Labor Relations

Dear Amy and Jim:

As requested by the Warren County School District Board of Directors, please consider this an engagement letter for ongoing work as labor counsel for the District for another year. We have enjoyed working with all of you to assist with your labor relations matters, and I look forward to continuing to provide that service. We are not proposing any change to rates for this year. Specifically, that means that we propose our standard school and municipal rate for labor matters, which is \$165 per hour. Given your distance from our office in Blair County, we will be happy to continue only billing at \$100 per hour for time spent en route to or from the District for attendance at meetings, bargaining sessions, hearings, etc.

Time is recorded by fractions of hours of not less than one (1/10) tenth of an hour. A detailed invoice will be generated monthly for each separate matter we handle for the District. We do not bill for routine expenses like mileage, photocopying, normal postage, etc. If there are unusual expenses or if we advance the cost of certain out-of-pocket expenses such as filing fees, etc., we will bill only the actual cost of those. We also do not bill for any time by paralegals, assistants, etc.

If you have any questions or want to discuss anything in more detail, please let me know. Otherwise, I trust this provides you with an update. We certainly appreciate your business and look forward to continuing to serve the District.

Sincerely,

Patrick J. Fanelli