

WHITE, PIERCE, MAILMAN & NUTTING
ATTORNEYS AT LAW

MICHAEL A. WHITE
BRUCE L. MAILMAN
STEPHEN J. NUTTING
RICHARD W. PIERCE

S. JOSHUA BERGER
JENNIFER GRIFFIN SKINNER

CHARLES K. NOVO-GRADAC
OF COUNSEL

POST OFFICE BOX 5222
SAIPAN, MARIANA ISLANDS 96950

OFFICE: JOETEN CENTER
SUSUPE, SAIPAN
TELEPHONE: (670) 234-6547
FACSIMILE: (670) 234-9537

March 31, 1995

Chairman, Pre-Convention Committee
c/o Herman T. Guerrero, Delegate
Third CNMI Constitutional Convention
Joeten Dandan Commercial Building Center
Second Floor
Saipan, MP 96950

via telefax: 664-4759

Dear Mr. Chairman:

In response to the request submitted by Delegate Herman T. Guerrero dated March 29, 1995, we are pleased to provide the following information.

1. The attorneys who would be providing legal services to the Pre-Convention Committee and to the Convention are the undersigned, Bruce L. Mailman, Stephen J. Nutting, Richard W. Pierce, and S. Joshua Berger and Jennifer G. Skinner. These attorneys would operate under my direction. As noted in my letter to Dr. Carlos S. Camacho of March 17, 1995, we would be more than happy to work with Howard P. Willens and Deanne C. Siemer, as well as anyone else whom the Committee or the Convention might select.
2. As noted above, the six of us would be available to provide whatever services you might require, both during the Pre-Convention period as well as during the Convention itself. It would, we believe, be premature for us to suggest anything more specific until the Pre-Convention Committee determines how the Convention will be organized. We would anticipate, however, that most of the business of the Convention will be conducted through its Committees, and we would propose that an attorney be assigned to each Committee, and available to it as needed. Additionally, an attorney would be present whenever the Convention is in session. We would welcome the opportunity to discuss this with you further.
3. We propose to render services on an hourly basis, rather than on a fixed-fee basis, both during the Pre-Convention period and during the Convention period. Such an

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arrangement would, we believe, as fair as possible to all parties, since at this point in time no one can reliably estimate the level of services which will be required. We would bill at the following hourly rates for each attorney.

Michael A. White, Esq., \$160.00
Richard W. Pierce, Esq., 152.00
Bruce L. Mailman, Esq., 144.00
Stephen J. Nutting, Esq., 144.00
S. Joshua Berger, Esq., 132.00
Jennifer G. Skinner, Esq., 120.00

The foregoing rates represent a substantial discount of 20% from our standard office rates.

We would also bill you for any out-of-pocket expenses which we incur in connection with our legal services to you. These would be billed at actual cost. In this connection, see Paragraph 6, below.

All statements will be itemized. Statements will be sent on the first and fifteenth days of each month.

4. We do not anticipate the need to employ experts to augment the legal team from time to time. If the Convention desires to retain the services of experts, the costs of such services should be payable directly to those experts, rather than through our firm.

5. We anticipate that most of the requirements for non-lawyer staff to support the legal team can be fulfilled by existing personnel of this office, without additional costs. We recognize, however, that from time to time it may be necessary to utilize the services of clerical staff employed by the Convention, on an as-needed basis. Assuming that the Convention will need to rely substantially on non-government secretarial services, we anticipate that the cost of such services would not exceed \$20,000.00.

6. All equipment necessary to support the legal team during the Convention will be supplied by this office at no additional cost. As noted above, however, actual expenses incurred in connection with the use of that equipment (such as fax charges, long distance telephone charges, computerized research services, and photocopying costs) would be billed to the Convention. We will require sufficient office space at the Convention site to allow us to fulfill our duties as expeditiously as possible.

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As noted above, if we may provide any further information, please do not hesitate to contact us. We would welcome the opportunity to discuss this matter with you or any other members of the Pre-Convention Committee at your convenience. We look forward to the opportunity to be of service.

Very truly yours,

WHITE PIERCE, MAILMAN & NUTTING

A handwritten signature in black ink, appearing to read "Michael A. White". The signature is written over the printed name "MICHAEL A. WHITE, ESQ." and is partially obscured by the text "WHITE PIERCE, MAILMAN & NUTTING" above it.

MICHAEL A. WHITE, ESQ.
Attorney at Law

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OFFICE: JOETEN CENTER
SUSUPU, SAIPAN
TELEPHONE: (670) 234-6647
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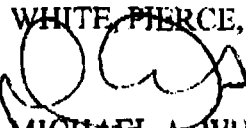
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