



**BIDDLE LAW PC**

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April 6, 2019

Portia Wenze-Daley  
IETF Administration LLC Executive Director  
1000 N. West St, Ste. 1200  
Wilmington, DE 19801

Via email: [pwdanley@ietf.org](mailto:pwdanley@ietf.org)

Dear Portia:

This letter is intended to reconfirm that my law firm, Biddle Law PC, has been engaged by IETF Administration LLC ("IETF LLC") to provide general counsel services to IETF LLC. We will take direction from the IETF LLC Executive Director and the IETF LLC Board of Directors, and will advise various IETF representatives as directed. We will be representing IETF LLC, and not any individual representatives of the Internet Engineering Task Force in their personal capacity.

We have simultaneously been engaged to represent the Trustees of the IETF Trust. As we have discussed, this situation presents a potential conflict of interest: if the interests of the Trustees and IETF LLC ever became adverse as a legal matter, we would be unable to simultaneously represent both the Trustees and IETF LLC, and potentially may be unable to represent either in connection with certain matters. Further, legal advice that we have provided may not be shielded by the attorney-client privilege to the same degree that it would have been had the parties had separate counsel. We do not believe that the interests of the Trustees and IETF LLC are currently adverse, and we believe that we can fully honor our ethical duties to all parties under the current circumstances. We will promptly alert you if these beliefs change.

Attachment A describes the activities that are included within the scope of general counsel services. We may mutually agree on other activities to be included within scope.

Attachment B describes our fees in connection with this representation.

You may terminate our relationship with IETF LLC at any time. Upon termination, we will cooperate with IETF LLC and its representatives as necessary to ensure a smooth transition of any open matters and an appropriate disposition of all IETF records in our possession.



If this letter accurately captures your understanding of the relationship, please acknowledge this by signing below and returning a copy to me via e-mail at <brad@biddle.law>.

We are excited about continuing our engagement.

Your truly,

A handwritten signature in black ink, appearing to read "C. Bradford Biddle", written in a cursive style.

C. Bradford Biddle

**Acknowledged:**

DocuSigned by:  
*Portia Wenzel Daley*  
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Portia Wenzel-Daley  
IETF Administration LLC Executive Director



## ATTACHMENT A: SCOPE OF SERVICES

General Counsel Services will include:

- a) Advice regarding the conduct of standard-setting activities, particularly antitrust and intellectual property implications of IETF policies and activities.
- b) Interpretation of IETF policies relating to intellectual property, namely copyright and patent policies.
- c) Advice regarding the routine acquisition and licensing of intellectual property held by the IETF Trust.
- d) Advice regarding IETF's global trademark portfolio. (Portfolio maintenance will be led by Thompson Hine LLP.)
- e) Advice regarding routine contracts with vendors and service providers (e.g., meeting sponsors, meeting hosts, hotels).
- f) Advice regarding third party subpoenas served on IETF by litigants in cases, typically patent infringement suits, in which IETF standards or activities are implicated. (Coordination and management of subpoenas will be led by Thompson Hine LLP.)
- g) Governance and procedural issues relating to the IETF Trust and IETF in general.
- h) Analysis and advice relating to relationships with other standards development organizations, governmental entities, and the like (major alliances and drafting/negotiation of MOUs and agreements in support of such alliances will require Project-based pricing).
- i) Training sessions for IETF and WG leadership on the above topics.
- j) Other matters as mutually agreed.

We understand that Thompson Hine LLP will be engaged to lead on matters related to trademarks, litigation, government investigations, immigration law, and certain privacy issues. We will provide additional support to Thompson Hine on these matters as needed. We understand that we are permitted to disclose and discuss all matters with Thompson Hine as needed to perform the general counsel services.

Excluded matters:

- a) Matters which require state bar membership in states other than Oregon, California or New York.
- b) Matters which require particular expertise in the law of foreign (non-U.S.) jurisdictions.
- c) Matters which we identify as outside our area of expertise.

Note: we may be able to supplement our resources in particular circumstances to address these issues.

**ATTACHMENT B: FEES**

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]