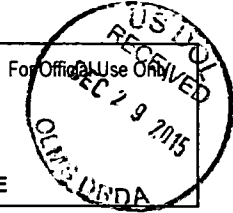


FORM LM-20
AGREEMENT AND ACTIVITIES REPORT

Form approved
Office of Management
and Budget
No. 1245-0003
Expires 08-31-2016



This report is mandatory under P.L. 86-257, as amended. Failure to comply may result in criminal prosecution, fines, or civil penalties as provided by 29 U.S.C. 439 or 440. Required of persons, including Labor Relations Consultants and Other Individuals and Organizations, Under Section 203(b) of the Labor-Management Reporting and Disclosure Act of 1959, as amended. (LMRDA)

602539

READ THE INSTRUCTIONS CAREFULLY BEFORE PREPARING THIS REPORT.

1. File Number: C- 606715

Person Filing

2. Name and mailing address (include ZIP Code):

Name Thomas J. Herlevi
Title President
Organization H. R. On Call, Inc

P.O. Box, Bldg., Room No., if any

Street 11321 St. Andrews Way
City Concord
State Ohio ZIP Code + 4 44077

3. Any other address where records necessary to verify this report are kept:

Name

Title

Organization

P.O. Box, Bldg., Room No., if any

Street

City

State

ZIP Code + 4

4. Date fiscal year ends:

12/31

5. Type of person:

a. ☐ Individual b. ☐ Partnership c. ☒ Corporation d. ☐ Other (Specify):

Nature of Agreement or Arrangement

6. Full name and address of employer with whom made (include ZIP Code):

Name Dan Pon
Organization Nuvera Environmental Services
Trade Name, if any
P.O. Box, Bldg., Room No., if any Suite 300
Street 14624 N. Scottsdale Rd
City Scottsdale
State Arizona ZIP Code + 4 85254

7. Date entered into:

11/22/15

8. Name of person(s) through whom made:

Name Dan Pon
Name
Name
Name
Name

Signatures

Each of the undersigned declares, under penalty of perjury and other applicable penalties of law, that all of the information submitted in this report (including the information contained in any accompanying documents) has been examined by the signatory and is, to the best of the undersigned's knowledge and belief, true, correct, and complete. (See Section VII on penalties in the instructions.)

13. Signed Thomas J. Herlevi
Title President
President (If other title, see instructions)

14. Signed Julia Verlowe
Title Treasurer
Treasurer (If other title, see instructions)

On 12/18/15 440.352.4865
Date Telephone Number

On 12/18/15 440.352.4865
Date Telephone Number

Filer: *Thomas J. Herlihy, H.R. on Call, Inc.*

File Number C-

9. Check the appropriate box to indicate whether an object of the activities undertaken, is directly or indirectly:

- a. ☒ To persuade employees to exercise or not to exercise, or persuade employees as to the manner of exercising, the right to organize and bargain collectively through representatives of their own choosing.
- b. ☐ To supply an employer with information concerning the activities of employees or a labor organization in connection with a labor dispute involving such employer, except information for use solely in conjunction with an administrative or arbitral proceeding or a criminal or civil judicial proceeding.

10. Terms and conditions (Explain in detail; see instructions. Written agreements must be attached.):

See Attached Agreement

Specific Activities to be Performed

11. For each activity, separately list in detail the information required (See instructions):

a. Nature of activity:

To Persuade The Employees Identified In 12.a Below To Vote "No" On A Representative Election.

11.b. Period during which performed:

November, 2015 - Present

11.c. Extent performed:

Near Completion

11.d. Name and address through whom performed:

Name *Dan Pon*
Organization *Nuvera Environmental Services*
P.O. Box, Bldg., Room No., if any *Suite 300*
Street *14624 N. Scottsdale Rd.*
City *Scottsdale*
State *Arizona* ZIP Code + 4 *85254*

Additional Name and address through whom performed, if any:

Name
Organization
P.O. Box, Bldg., Room No., if any
Street
City
State ZIP Code + 4

12.a. Identify subject groups of employees:

All Full-Time and regular Part-Time Drivers at the Client's Diamond, Ohio Location

12.b. Identify subject labor organizations:

Teamsters Local Union #348

November 21, 2015

Mr. Dan Pon
Vice President of Human Resources
Nuverra Environmental Solutions
Corporate Headquarters
14624 N. Scottsdale Road, Suite 300
Scottsdale, AZ 85254

Dear Dan:

Thank you for the opportunity to provide our consulting services to help you respond to the issue at your Diamond, Ohio yard. The following outlines the scope of work and our terms and conditions for the project.

Scope of Work

This project will include the following activities focused on providing advice and counsel to management to effectively respond to the union representation petition that has been filed at your Diamond, Ohio yard. Potential activities will include:

- Meeting with members of management to gain an understanding of the operation, organization and job structure, get an understanding of the issues leading to the union petition and obtain feedback on possible responses to these issues
- Providing feedback through the election campaign period to legal counsel and management regarding observations and recommendations regarding strategies to most effectively respond to the identified issues leading to the petition
- In partnership with legal counsel providing training to members of management regarding the representation election process and appropriate behavior under NLRB guidelines and applicable law.
- Meeting with employees, as appropriate, to provide information, answer questions and obtain feedback regarding any concerns
- Providing recommendations regarding management communications with the employees through the election campaign period.

H.R. On Call's role will be limited to providing its services consistent with NLRB guidelines, applicable law, and the direction of client's legal counsel. The client will retain responsibility for the actions of its employees and final decisions regarding campaign activities.

Project Timing and Fees

As discussed, I am prepared to begin this project on November 24 and provide services through the date of the election and any follow-up activities that are necessary. My fee will be \$1,500 per day prorated into half-day increments for partial days of service, plus mileage and any other out-of-pocket travel expenses. We will invoice you at the end of each month with payment due upon receipt of invoice, unless we mutually agree to other payment terms.

Please confirm your acceptance of this project proposal or contact me if you have any questions or need any further information. I look forward to having the opportunity to work with you and your organization on this project.

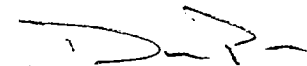
Sincerely,

Thomas J. Herlevi

Thomas,

Nuverra agrees to the scope of work, timing and fees as outline in this letter.

Please remit all detailed invoices for this project to my attention at the office address in this letter or via email at dan.pon@nuverra.com. Thank you



Dan Pon

11/22/2015

Date