

# FORM LM-20

## AGREEMENT AND ACTIVITIES REPORT

Form approved  
Office of Management  
and Budget  
No. 1215-0188  
Expires 12-31-2010



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)

READ THE INSTRUCTIONS CAREFULLY BEFORE PREPARING THIS REPORT.

705803

1. File Number: C- 00495

### Person Filing

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

Name John H Hawkins  
Title President and CEO  
Organization Management Performance International  
P.O. Box, Bldg., Room No., if any  
Street 6836 Ashfield Drive  
City Cincinnati  
State Ohio ZIP Code + 4 45242

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:

Dec / 19

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  
Organization Badger Daylighting  
Trade Name, if any  
P.O. Box, Bldg., Room No., if any  
Street  
City Naperville  
State Illinois ZIP Code + 4

7. Date entered into:

5 / 20 / 2019

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

Name Jayme Koller  
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

Title President

President  
(If other title, see  
instructions)

14. Signed

Title Treasurer

Treasurer  
(If other title, see  
instructions)

On 05/29/2019

Date

(513) 721-6611

Telephone Number

On 05/29/2019

Date

(513) 721-6611

Telephone Number

Filer:

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.):

Engagement letter attached.

**Specific Activities to be Performed**

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

a. Nature of activity:

The key activity was to provide consulting support and facilitate captive audience meetings to educate employees of key topics related to union organizing and the implications of being in a union.

11.b. Period during which performed:

5/20/2019 - 5/28/2019

11.c. Extent performed:

Completed

11.d. Name and address through whom performed:

Name John

H

Hawkins

Organization Management Performance International

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

Street 6836 Ashfield Drive

City Cincinnati

State Ohio

ZIP Code + 4 45242

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:

Employees at Badger Daylighting in West Virginia

12.b. Identify subject labor organizations:

IUOE Operating Engineers Local 132



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## Union Avoidance Engagement Letter For



Prepared by:  
**MPI Management Consulting**





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May 19, 2019

**PERSONAL AND CONFIDENTIAL**

Brian Arbetter, Esq  
Norton Rose Fulbright  
c/o  
Badger Daylighter  
Jayme Koller  
Senior Manager, Labor Relations  
Naperville, IL

Dear Brian,

As you requested, please find a "Letter of Engagement" to provide strategic consulting and direct persuader support for Norton Rose Fulbright on behalf of Badger Daylights union campaign in Huntington, WV.

**Background and Objectives**

This engagement includes MPI's union avoidance approach and best practices in campaign management including offering direct persuader capabilities with employees.

John Hawkins, CEO MPI Consulting will be the Client Relationship Manager for this engagement and will be ultimately responsible for the delivery of the project results. Other consultants and staff will be assigned as required.

This engagement letter will be our guide in conducting our services. Please review it carefully, so we may address any concerns or questions. We appreciate your interest in our consulting services and look forward to the opportunity to work together.

President | CEO  
MPI Consulting



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CONSULTING



### **Key Deliverables and Estimated Fees**

The key deliverables will consist of the following:

- Development of Employee Communications Materials – MPI will develop a campaign calendar and develop key communications materials to support the calendar.
- Provide Strategic Labor Consulting – this will include on going consulting support with company management during the campaign and facilitating leadership discussions regarding the clients union free strategy,
- Captive Audience Meetings – We will use conduct captive audience meetings, as necessary, during the campaign for the purpose of educating employees on their rights during the labor campaign.

**The client will be billed at the rated of \$350 per hour for strategic consulting and campaign management; and \$300 per hour for direct persuader activity.**

In addition, all out-of-pocket expenses (such as travel, lodging, meals, etc.) and project-related materials are charged at cost. Client expenses will be billed at cost. Fees will be submitted at the end of the month in which the expenditure occurred. All flights taken related to this project will be booked at economy class. Many clients will set aside 15% of the project professional fees as a budget for travel and expenses. The fee quoted is valid for a period of six months from the date of this proposal.

### **Limitations**

This agreement contemplates a professional consulting relationship between MPI Consulting and Badger Daylight with respect to the opportunities and projects assigned to MPI Consulting during the term of this Agreement. As part of this Agreement, the client assumes full responsibility for any action taken on recommendations developed by MPI Consulting if such programs are implemented by the client, or under the client's direction, and are not implemented solely by MPI Consulting.

All rights are reserved, and no part may be reproduced, adapted, transmitted or stored in any retrieval system in any form or medium whether whole or in part without the express written consent of MPI Consulting.



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### Confidentiality

In order to reach meaningful conclusions and make actionable recommendations, it will be necessary for MPI Consulting to have access to confidential information. MPI Consulting commits itself to protect the interests of its clients by ensuring that confidential information is carefully safeguarded and not revealed to anyone other than to those people involved in the preparation of the study.

### Cancellation Fees

Once the agreement has been signed, Badger Daylight will be liable for 50% of the proposed consulting fees on agreement. If cancellation occurs midway through the project, other than for MPI Consulting performance, Blue Racer Midstream will be liable for an additional 50% of the remaining contract.

### Agreement

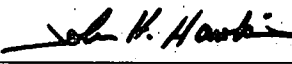
We appreciate the opportunity to submit this engagement agreement. With your agreement to proceed, this can serve as our formal basis of agreement. Please simply sign this copy in the space below and return it. We stand ready to proceed upon your approval to do so.

<b>For</b>	Norton Rose Fulbright
<b>Client Contact</b>	Brian Arbetter
<b>Signed</b>	
<b>Title</b>	Outside Counsel
<b>Date</b>	
<b>Currency</b>	Estimated fees \$50K - \$60K; Exact fees are to estimate due to the nature of managing union campaigns...consulting and persuader activities are billed hourly
<b>Invoicing</b>	Billed monthly as fees are incurred



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Expected Start Date	May 20, 2019		
For	MPI Management Consultants		
Signed			
Title	John Hawkins President   CEO		
Date	May 17, 2019	Expected Completion Date	TBD