

STATE OF CALIFORNIA
CALIFORNIA INSTITUTE FOR REGENERATIVE MEDICINE

SCOPE OF SERVICE

Legal Representation

I. STATEMENT OF WORK

The Contractor will provide legal representation services to the California Institute for Regenerative Medicine (CIRM). These services shall include, but not be limited to, providing advice to CIRM and its governing board regarding CIRM's rights and duties under California law.

II. COMPENSATION

CIRM shall compensate the Contractor for actual hours of service performed at the rates shown below:

James Harrison	\$350 per hour
Robin Johansen	\$350 per hour
Thomas Willis	\$350 per hour
Karen Getman	\$350 per hour
Margaret Prinzing	\$285 per hour
Kari Krogseng	\$265 per hour
Jeanne Pritchard (Political Reform Act Specialist)	\$195 per hour
Jeffrey Ball (Paralegal)	\$125 per hour

Secretarial and other staff time expended for work under this Agreement shall not be payable by CIRM.

CIRM shall reimburse the Contractor for its actual out-of-pocket expenses. Contractor shall not charge CIRM the cost of advancing funds to these expenses. Reimbursable expenses shall be supported by documentation. Such documentation shall be attached to each invoice.

A. Reimbursable ordinary expenses shall include, but not be limited to:

- Postage
- Messenger service
- Process service
- In-house document reproduction at a rate of \$.25 per page. The billing statement shall contain:
 - 1) General description of documents and purpose
 - 2) Total number of copies made
- Fax service is to be billed at \$1 per page
- Long-distance telephone charges as they appear on the Contractor's telephone bill
- Travel and per diem in accordance with the "CIRM Policy Regarding Travel"

B. Nonreimbursable expenses shall include, but not be limited to:

- The increase in any billing resulting from the Contractor charging an hourly rate, which exceeds that set forth in this Agreement.
- Charges that are greater than usual, customary, or reasonable, or are duplicative, ambiguous, excessive or inappropriate.

C. All expenses incurred for travel, meals, and lodging shall be indicated on the invoice(s) in detail and shall be reimbursed in accordance with the "CIRM Policy Governing Travel". All expenses must be supported by original receipts.

The total cost to CIRM for hourly attorney/paralegal fees, actual expenses, travel and per diem together shall not exceed the maximum amount of this Agreement.

Whenever the billings submitted by Contractor first exceeds 75 percent of the maximum amount of the Agreement, including any amendment thereto, the Contractor shall give notice to CIRM of that occurrence.

Payment will be made in accordance with and within the time specified in Government Code Section 926.17.

CIRM's obligations under this Agreement are contingent upon and subject to the availability of funds appropriated each fiscal year for this Agreement.

III. INVOICES

A. Each invoice shall be itemized and include, but not be limited to:

- Agreement Number
- Name of person performing services, hourly rates and specific activities of each attorney, and paralegal.

B. Specific activities shall include, but not be limited to:

- In-person conferences
- Telephone calls
- Correspondence
- Research
- Attendance at Meetings
- Travel (the street, city and state address shall be individually identified for all destinations)

REMCHO, JOHANSEN & PURCELL, LLP
ATTORNEYS AT LAW

201 DOLORES AVENUE SAN LEANDRO, CA 94577 PHONE: (510) 346-6200 FAX: (510) 346-6201 E-MAIL: Harrison@rjp.com WEBSITE: www.rjp.com	Joseph Remcho (1944-2003) Robin B. Johansen Kathleen J. Purcell (Ret.) James C. Harrison Thomas A. Willis Karen Getman Margaret R. Prinzing Kari Krogseng
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PROFILES

ROBIN B. JOHANSEN is a founding partner of Remcho, Johansen & Purcell. She was admitted to the California Bar in 1977 and the Bar of the District of Columbia in 1979. She is a graduate of the University of Illinois (B.A., 1968) and Stanford Law School (J.D. 1977).

Ms. Johansen was Senior Article Editor, Stanford Law Review, Volume 29, and is the author of "The New Federalism: Toward a Principled Interpretation of the State Constitution," 29 Stanford Law Review 297, 1977 and "Searches and Seizures on Church Premises: Weighing the Privacy Rights of Religious Bodies" in Kelley, Government Intervention in Religious Affairs II.

Ms. Johansen has been a member of the Board of Directors of Coro Northern California since 1999 and served as Board Chair in 2003-2004. In 1974, Ms Johansen was a research assistant to the U.S. House of Representatives' Impeachment Inquiry staff. She serves on the Religious Liberty Committee of the National Council of Churches and on the editorial board of The Journal of Church and State. From 1992-93, she was a member of the State Citizens' Commission on Ballot Initiatives. She was an Adjunct Professor of Law at the University of San Francisco Law School in 1980, teaching Federal Courts.

Ms. Johansen has represented a broad range of education clients, including the California Teachers Association, the California School Board Association, the State Superintendent of Public Instruction and the State Department of Education, in public policy, school finance and constitutional litigation in both state and federal courts.

Ms. Johansen's extensive appellate experience includes representation of Dow Jones & Company, Inc. and other publishers on First Amendment issues, as well as numerous governmental entities on a variety of public policy issues.

JAMES C. HARRISON joined Remcho, Johansen & Purcell in 1997 and became a partner in 2001. He was admitted to the California Bar in 1992. He is a graduate of Duke University (B.A., *cum laude*, 1988) and the University of California, Los Angeles School of Law (J.D., 1992). Prior to joining Remcho, Johansen & Purcell, Mr. Harrison was a litigation associate at Morrison & Foerster for four years.

Since joining the firm in 1997, Mr. Harrison has represented a variety of clients in public policy and constitutional litigation. Mr. Harrison has represented the proponents and opponents of ballot measures in pre- and post- election challenges, including the successful defense of Proposition 71 (*California Family Bioethics Council v. California Institute for Regenerative Medicine*, 147 Cal.App.4th 1319 (2007)) and Proposition 10 (*California Assoc. of Retail Tobacconists v. State*, 109 Cal. App. 4th 792 (2003)) and successful challenges to Proposition 213 (*Horwich v. Superior Court*, 21 Cal. 4th 272 (1999)) and Proposition 208 (*California Prolife Council Political Action Committee v. Scully*, 164 F.3d 1189 (9th Cir. 1999)). Mr. Harrison also represented the California Legislature in litigation involving the 2000 Census and redistricting and has represented the State Controller in actions relating to the authority of retirement boards and the Unclaimed Property Law. Mr. Harrison's appellate experience includes arguments in the Ninth Circuit Court of Appeals, the California Supreme Court, and California courts of appeal.

Mr. Harrison has represented numerous state, local and federal candidates in connection with election law, campaign finance, and enforcement matters. Mr. Harrison also advises public and private clients regarding compliance with the California Political Reform Act and public meeting and public record laws. Mr. Harrison has represented numerous public officials and public agencies in conflict of interest matters, including the Department of Water Resources, the California Children & Families Commission, Monterey County, Stanislaus County, and the Alameda Unified School District. In addition, Mr. Harrison has conducted ethics training seminars for the Governor's Office, the Assembly, and other state and local agencies, and he advises clients regarding professional ethics.

Mr. Harrison has been involved in drafting numerous ballot measures, including Proposition 10, Proposition 26, Proposition 71, Proposition 82, Proposition 87, and Proposition 93. Mr. Harrison has also represented numerous ballot measure committees in state and local ballot measure campaigns in California.

Mr. Harrison served as general counsel to the California Institute for Regenerative Medicine, the stem cell agency which was established by Proposition 71, from January 2005 through March 2007, and he continues to serve as special counsel to the agency.

KAREN GETMAN was admitted to the New York Bar in 1986, the District of Columbia Bar in 1987 and the California Bar in 1988. She is a graduate of Yale College (B.A. *with distinction*, 1980) and Harvard Law School (J.D. *cum laude*, 1985). Ms. Getman was appointed Chairman of the California Fair Political Practices Commission by Governor Gray Davis in March, 1999 and served in that capacity until April, 2003. She served on the Alcoholic Beverage Control Appeals Board from May 2003 through February 2005.

Ms. Getman was the first Executive in Residence at the Center on Politics at the University of California, Berkeley's Institute of Governmental Studies where she currently serves as a member of the IGS National Advisory Council. Ms. Getman is also adjunct professor at Boalt Hall School of Law, where she co-teaches the course on Regulating Public Integrity.

Ms. Getman previously served on the board of Women Executives in State Government and the board of Students Run Oakland, a nonprofit organization that trains at-risk Oakland public high school students to run the Los Angeles Marathon. She also was a member of the Assembly Speaker's Commission on the California Initiative Process.

Ms. Getman has extensive experience in state and federal courts and before administrative agencies, and represents a variety of clients in public policy and constitutional litigation. Most recently, Ms. Getman successfully challenged a local ordinance's ban on inter-candidate transfers of campaign contributions; succeeded in contesting certification of a proposed manual count voting system; represented the League of Women Voters in litigation over the counting of write-in ballots in the San Diego mayoral race; and represented the League of California Cities and the California State Association of Counties as Amici in *Vargas v. Salinas*, currently pending in the California Supreme Court. Ms. Getman advises candidates, committees and public agencies regarding compliance with the state Political Reform Act, the federal Bi-Partisan Campaign Reform Act, and other legal matters. Ms. Getman also advises the California Teachers Association on matters relating to the constitutional school funding guarantee and other legislative and constitutional issues, and was lead counsel in *CTA v. Schwarzenegger*.

Ms. Getman is the author of numerous publications. Most recently she co-authored with Pamela Karlan a chapter in *Conflict of Interest and Public Life* (Cambridge Univ. Press 2008) and also authored chapters in *Win the Right Way* (Berkeley Public Policy Press 2005) and *California Votes: The 2002 Governor's Race and the Recall That Made History* (Berkeley Public Policy Press 2003).

THOMAS A. WILLIS is a partner specializing in constitutional, campaign finance, and election law. He was admitted to the California Bar in 1992 and is a graduate of Duke University (B.A., 1987) and the University of Virginia School of Law (J.D., 1992).

Since joining the firm, Mr. Willis has litigated a number of election law, conflict of interest and campaign finance cases. Mr. Willis is currently participating in litigation defending the California Legislature's 2001 redistricting plan. In 2003, he successfully challenged an interim contract approved by a municipality before a referendum election could take place. *Lindelli v. Town of San Anselmo* 111 Cal.App.4th 1099 (2003). In 2002, Mr. Willis successfully defended a member of the Public Utilities Commission in an action that sought to remove him from office based on an alleged conflict of interest. *People ex rel. Foundation for Taxpayer & Consumer Rights v. Duque* 105 Cal.App.4th 259 (2003). Mr. Willis also participated in a successful federal court challenge to San

Francisco campaign contribution limits. *San Franciscans for Sensible Government v. Renne*. No. C 99-2456 CW (N.D. Cal. Sept. 8, 1999).

In addition to litigation, Mr. Willis advises clients on the full panoply of laws governing the electoral and political process, including federal and state campaign finance, lobbying, conflicts of interest, and other ethics laws. Mr. Willis also represents clients before the Federal Elections Commission, the California Fair Political Practices Commission, and the San Francisco Ethics Commission. He advises candidates, campaign committees, initiative and referendum committees, corporations and nonprofits about these laws and the electoral process, including election challenges.

MARGARET R. PRINZING joined Remcho, Johansen & Purcell in May, 2004. She was admitted to the California bar in 2000. She is a graduate of Indiana University (B.A. *with distinction*, 1992; member of Phi Beta Kappa) and Boalt Hall Law School (J.D., 2000). Prior to joining the firm, Ms. Prinzing was an associate with Bingham McCutchen where she specialized in civil and appellate litigation. From 1993 to 1997, she worked as a legislative assistant to U.S. Congressmen Martin Olav Sabo and Frank McCloskey, focusing on health care, welfare and education matters. During law school, Ms. Prinzing was Executive Editor of the Berkeley Women's Law Journal and interned with the East Bay Community Law Center and the California Fair Employment and Housing Commission. She has done a wide variety of pro bono work, most recently serving as a member of the Advisory Committee to the California Habeas Project, and a Court Appointed Special Advocate for children in the Alameda County foster care system. Since joining the firm, Ms. Prinzing has represented clients in election, public policy and constitutional litigation before state and federal courts including the California Supreme Court and the Ninth Circuit Court of Appeals. Ms. Prinzing also assists clients in drafting initiatives and advises clients on political and governmental law matters, such as state campaign finance, conflicts of interest and the initiative process.

KARI KROGSENG joined Remcho, Johansen & Purcell in 2005. She is a graduate of the University of Minnesota (B.A., magna cum laude, 1996) and University of California, at Berkeley School of Law (Boalt Hall) (J.D., 2001). Prior to joining the firm, Ms. Krogseng was a litigation associate with Bingham McCutchen, and a volunteer organizer for America Coming Together during the 2004 general election. During law school, she authored *Minnesota v. Mille Lacs Band of Chippewa Indians*, 27 Ecology L.Q. 771 (2000), and was Managing Editor of Ecology Law Quarterly, a member of California Law Review, and a board member of Berkeley Law Foundation. She also clerked for the East Bay Community Law Center, Lawyers' Committee for Civil Rights and the United States Attorney's Office, Department of Justice. Ms. Krogseng successfully argued that federal immigration law does not preempt state workers' compensation law for amicus curiae in *Farmers Brothers Coffee v. Workers' Compensation Appeals Board*, 133 Cal.App.4th 533 (2005). She represents clients in constitutional, public policy and election litigation, and advises clients on nonprofit and tax-exempt corporation law, professional responsibility, and campaign and ethics law.

JEANNE PRITCHARD (*Political Reform Act Specialist*) joined the California Fair Political Practices Commission when it was formed in 1975 and remained with the Commission until joining Remcho, Johansen & Purcell in 1992. From 1985 until she left the Commission, Ms. Pritchard was Chief, Technical Assistance and Analysis Bureau with responsibility for providing advice to the public and specialists in the field on compliance with the Act. She supervised a staff of approximately 25 specialists. Ms. Pritchard, who is not an attorney, provides advice on compliance with the Political Reform Act. In addition, she supervises the preparation of public disclosure reports required of lobbyists, candidates, officeholders, political action committees and others involved in the political process.