



COMMONWEALTH OF PENNSYLVANIA
GOVERNOR'S OFFICE OF GENERAL COUNSEL

September 5, 2025

Miles Farmer, Esquire
Roselle LLP
300 New Jersey Avenue, NW, Suite 300
Washington, DC 20001
[REDACTED]

RE: RFP OGC-2025-03
Pennsylvania Department of Environmental Protection ("DEP")
Project: Standing Energy Counsel

Dear Mr. Farmer:

After evaluation of your proposal in response to RFP #OGC-2025-03 Standing Energy Counsel RFP, by the Office of General Counsel ("OGC"), I hereby appoint your firm, Roselle LLP, the firm ("Firm") to represent the Commonwealth of Pennsylvania and DEP, in the above-referenced matter. This appointment will be governed by all terms and conditions of the Contract for Legal Services which will be routed for execution.

This letter sets forth: (1) information regarding the proposed engagement; (2) specific scope of work to be performed; and (3) compensation to be paid for these services.

1. Information regarding the proposed engagement

The purpose of this appointment is for the Firm to satisfy a need for energy-related matters, including, but not exclusively, matters before the Federal Energy Regulatory Commission or in appeals from the Commission's orders.

Please review the above-described information carefully to ensure there are no conflicts of interest posed in the proposed representation of the Commonwealth of Pennsylvania in connection with providing legal services. Should you require additional information to evaluate any potential conflicts prior to your acceptance of this appointment, please contact Derek Riker, Deputy Chief of Staff at [REDACTED]

2. Scope of Services

The Law Firm shall provide guidance and representation to DEP regarding application of laws and regulations on the Commonwealth of Pennsylvania's energy interests.

Specific services include:

- A. Advice and assistance regarding Department of Energy or Department of Treasury orders that may affect the Commonwealth's energy interests as well as possible representation in any appeals from or requests for rehearing of agency orders.
- B. Advice, assistance, and possible representation regarding matters before the Federal Energy Regulatory Commission, including matters that may be initiated by the Commonwealth, Department of Environmental Protection, or a third party.
- C. Advice, assistance, and possible representation in appeals of orders issued by either the Department of Energy, Department of Treasury, or Federal Energy Regulatory Commission, including matters that may be initiated by the Commonwealth, Department of Environmental Protection, or a third party.
- D. Advice and assistance on complex regulatory matters that affect Pennsylvania's energy interests, including, where appropriate, engagement with PJM Interconnection, LLC;
- E. Advising clients on complex energy regulatory matters;
- F. Advising clients on any Department of Energy proposed regulations;

The General Counsel reserves the right to make any assignment as she may deem necessary or desirable, in her judgment, for all aspects of, or roles within the scope of, this RFP.

3. Compensation

It is agreed upon by the Firm and all parties to this agreement consistent with its proposal for this engagement that the Firm shall be paid at the following rates for year 1: Partners will be billed at a rate of \$637.50 per hour; Counsel will be billed at a rate of \$500.00 per hour; Associates will be billed at a rate of \$350.00 per hour. The Firm shall be paid at the following rates for year 2: Partners will be billed at a rate of \$650.00 per hour; Counsel will be billed at a rate of \$510.00 per hour; Associates will be billed at a rate of \$357.00 per hour. The Firm shall be paid at the following rates for year 3: Partners will be billed at a rate of \$663.00 per hour; Counsel will be billed at a rate of \$520.00 per hour; Associates will be billed at a rate of \$364.00 per hour.

Upon your review of the proposed assignment, the scope of work, and the compensation, should the Firm be willing to accept this assignment, please execute this letter as indicated below and return the correspondence via email to ogc-outsidecounsel@pa.gov, along with copies to the Issuing Officer, Jordan Kiessling at [REDACTED] and Michael Braymer, Chief Counsel to DEP at [REDACTED]. By signature hereto, you are acknowledging that the Firm has completed a conflict-of-interest analysis and identified nothing to be reported prior to the acceptance of work on behalf of the Governor's Office of General Counsel. Should a conflict or potential conflict be identified at any time during the term of this engagement, the Firm is

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under a continuing obligation to disclose such matter, in writing, to the Governor's Office of General Counsel in accordance with OGC's Conflict Waiver Procedure. Failure to sign and return your Firm's appointment letter within thirty (30) days will result in your Firm being dropped from this engagement.

Due to the urgent need for legal services, approval has been granted for the Firm to begin work immediately. We look forward to working with you on this important matter for the Commonwealth of Pennsylvania.

Sincerely,



LAURIE A. MALONE

Chief of Staff to the General Counsel

Accepted on Behalf of the Firm:

By:  9/29/2025
Date

Partner, Roselle LLP

(Title)

cc: Theron R. Perez, First Deputy General Counsel, Governor's Office of General Counsel
Derek Riker, Deputy Chief of Staff, Governor's Office of General Counsel
Jacob B. Boyer, Deputy General Counsel, Governor's Office of General Counsel
Michael A. Braymer, Chief Counsel, PA Department of Environmental Protection
Jordan M. Kiessling, Senior Legal Analyst, Governor's Office of General Counsel
Alicia C. Rizzi, Legal Office Administrator, Governor's Office of General Counsel