Roles & Responsibilities:

The Managing Partner ("MP") serves as the Chief Executive Officer ("CEO") of the Partnership and such has the primary responsibility for managing the business of the Firm, with particular emphasis on the provision of legal services, the performance of all partners and other timekeepers and financial performance of the Firm, and client relationships and satisfaction. The MP also serves as the principal of the Firm in the business and legal community. The MP works directly with the Executive Director ("ED") seeking assistance and input as needed on these responsibilities, as well as providing input and direction, as needed, to the ED in matters relating to the operations of the Firm, including non-timekeeper staffing, firm systems, facilities and equipment. Representative responsibilities include the following:

- **Executive Committee:** Chair and voting member of the Executive Committee ("EC"). Work with ED to identify issues appropriate for EC consideration, to conduct needed research and to prepare agenda and materials for EC meetings. Implement those projects and tasks assigned to MP by Partnership or EC. Monitor projects assigned to others. Chair Partnership Meetings.

- **Timekeepers:** Responsible for the overall direction and control of training, work, performance evaluations, conflicts and disputes, terminations and other matters related to the timekeepers in the Firm. Responsible for designation of associate and planner supervisory roles, after consultation with Associate/Planner Training Committee. Responsible for hiring or termination of non-Partnership track timekeeper positions (approval of new positions reserved to EC). Implement Partnership hiring or termination decisions regarding Partnership track associate or partner positions. Solicit input and efforts from other standing management committees as appropriate.

- **Practice Management and Committees:** Oversee specific efforts to address marketing, workloads, associate or other timekeeper support and training, conflicts, disputes and resolution of other issues. Assign tasks to and request reporting from standing management committees, as needed, to execute balance of Roles and Responsibilities. MP and ED to determine Standing Management Committee membership.

- **Client Relationship, Business Development and Marketing:** Oversee efforts to strengthen client relationships and assess and improve client satisfaction. Oversee implementation of firm-wide marketing, business image or business development initiatives approved by either Partnership or EC, or as proposed by business development and marketing committee, with assistance from ED. Approve any partners request to take a new client or matter with special billing arrangements or rates different than the standard billing rates established by the EC. Primary representative of the firm in the business and legal community.

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727 Kirkwood Avenue - Atlanta, GA - 30316
404.885.9100 - www.TheRemsenGroup.com
- **Firm Systems and Operation**: Consult with ED on major office space or office system changes, such as space planning, new financial billing or reporting systems, or major capital acquisitions. Consult with ED on all other matters related to firm operations, finance and non-timekeeper staff where the ED seeks input. Decide and enforce decisions to require firm-wide participation or compliance in matters related to operation of the Firm. Assist ED with enforcement of firm policies and procedures.

- **Financial**: Work with ED on preparation of annual budget for EC review and Partnership approval, including, but not limited to, salaries and benefits. Responsible for overseeing revenue side of budget and recommend to EC or Partnership actions appropriate to maintain firm revenue. Work with ED to monitor financial performance of the Firm and bring to EC and Partnership any issues that require input, consideration or action. Works with ED to bring to EC expense implications of new firm initiatives, expenses or acquisitions that, in MP/ED’s judgment, are beyond scope of approved budget. ED/MP are authorized to make one-time unbudgeted expenditures up to $20,000. At a minimum, any one-time unbudgeted expense, in excess of $20,000 and up to $75,000 shall be brought by the MP/ED to the EC for approval. Approve any actions affecting cash flow that would impact partner draws and/or profit distributions. Consult with ED and make decisions regarding delinquent accounts and write offs or write downs. Consult with ED on types, amounts and carriers for insurance coverage. Consult with Compensation Committee (“CC”) on MP observations regarding partner contributions and on CC Recommendation prior to circulation to the Partnership.

- **Complaints and Malpractice**: Principal responsibility for responding to client complaints that cannot be resolved at the individual partner level and malpractice claims or bar complaints. Consult with ED regarding types and amounts of malpractice insurance to recommend to EC.

- **Non-timekeeper Staff**: Consults with ED in hiring and termination of all non-timekeeper staff. Assist ED as requested with other staff performance, training and morale issues.

- **Office Morale**: Remain attuned to teamwork and office morale and consult with ED, EC or Partnership, as appropriate, to ensure continued quality work environment for timekeepers and staff.

- **Avoidance of Self-Dealing**: Any issue that involves the personal interest of the MP individually, as opposed to as a member of the Partnership as a whole, shall be decided upon by the other members of the EC.

**Other Responsibilities and Time Commitment:**

Retain significant percentage (target 60-70%) of total time in direct client work and client relationship development. Seek training or personal coaching, as appropriate to assist with practice balance and satisfactory execution of duties identified in this Management Roles and Responsibilities (MRR).