# WHATTS LAW

# FIRM GOVERNANCE & OPERATIONS POLICY

Version 1.2 | 1 October 2026

**Founder & Managing Partner: Rick Whatts**
**Founding Partner: Harmony Cole**

*Internal Use • Immense RP*

## Purpose

This policy establishes the internal governance, chain of command, case-management, personnel, review, discipline, records, transition, succession, and operational rules of Whatts Law. It operates alongside the separate Ownership & Partnership Agreement. Until the Ownership & Partnership Agreement has been executed by Rick Whatts and Harmony Cole and Harmony has formally transitioned to Whatts Law, Rick remains the sole 100% Owner and Harmony's Technical Systems Administrator responsibilities do not create equity or Owner authority. On the later of those two documented events, the post-transition Owner provisions in this policy become effective.

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**Governance state notice: Rick remains the sole 100% Owner until both effective-date conditions are documented. The 50/50 provisions below describe the intended post-transition state and are not presently active merely because they appear in this policy.**

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# 1. Scope, Principles & Definitions

This policy applies to all attorneys, paralegals, and other personnel working through Whatts Law, including part-time or on-call personnel where the policy expressly applies to them. It is an internal governance document and shall be applied consistently with applicable court rules, bar rules, server rules, client rights, and professional obligations.

## 1.1 Core Operating Principles

- Client interests and continuity of representation come before internal convenience.
- Authority increases with rank, but accountability follows the same chain upward.
- Managers are expected to know the strengths, weaknesses, workload, and development needs of the personnel under their supervision.
- Specialization is recognized through demonstrated ability rather than formal labels; staffing decisions should place the right attorney on the right matter.
- Positive performance should be recognized publicly; negative personnel matters should remain private except where disclosure is operationally necessary.
- No personnel record, promotion, discipline, or case assignment should be treated in isolation from the employee's full documented history and current performance.

## 1.2 Defined Terms

| Term | Meaning |
|---|---|
| **Owners** | Before the Effective Date, Rick Whatts as sole 100% Owner. After the Effective Date, Rick Whatts and Harmony Cole as 50/50 equity Owners. |
| **Managing Partner** | Rick Whatts, who has final authority over ordinary management decisions when the Owners disagree. |
| **Non-Equity Partner** | The single highest-ranking non-owner attorney. This position functions as head Principal Attorney and immediate supervisor of the Principal Attorneys. |
| **Principal Attorney** | A senior management attorney with authority to manage case intake, assignments, attorney teams, discipline below the Principal level, and routine firm operations within established policy. |
| **Senior Associate** | An experienced attorney trusted to lead matters independently, supervise Associate Attorneys on assigned teams, negotiate settlements, mentor newer attorneys, and make recommendations upward. |

| | |
|---|---|
| **Associate Attorney** | The developmental/beginner attorney rank used to assess capability, identify strengths and weaknesses, and develop attorneys for greater independence. |
| **Paralegal** | A non-attorney legal professional who supports attorneys and case teams under attorney supervision and does not independently practice law. |
| **Management** | For personnel-file documentation purposes, Principal Attorney and above. |
| **Personnel Record** | The official personal record file maintained for each employee and containing performance, conduct, development, recognition, and personnel-action documents. |
| **Serious Matter** | Negative personnel paperwork marked for elevated review because the conduct may be serious or noteworthy enough to warrant permanent retention. |

# 2. Ownership, Governance & Succession

## 2.1 Equity Ownership and Public Titles

- Rick Whatts — Founder & Managing Partner — 100% before the Effective Date; 50% after the Effective Date.
- Harmony Cole — Technical Systems Administrator before the Effective Date; Founding Partner and 50% equity owner after the Effective Date.

These ownership provisions describe the intended post-transition state. They become operative only on the Effective Date defined by the Ownership & Partnership Agreement: the later of execution by Rick and Harmony and Harmony's documented formal transition to Whatts Law. Before that date, Rick remains the sole 100% Owner. After that date, Rick and Harmony are equal economic Owners, and firm profits attributable to ownership are intended to be divided equally, subject to any later written financial schedule adopted by both Owners. Harmony's Owner authority is broad across the firm rather than limited to a single portfolio or department; her Technical Systems Administrator duties remain a separate functional responsibility.

## 2.2 Ordinary Management and Owner Authority

- Either Owner may independently overrule a management decision made by a Principal Attorney or the Non-Equity Partner when necessary.
- If Rick and Harmony disagree on an ordinary day-to-day management decision, Rick’s decision controls because he is the Managing Partner.

- Major ownership-level decisions require joint Owner action unless the unavailability exception in Section 2.4 applies.
- Examples of joint Owner matters include appointment or removal of the Non-Equity Partner, fundamental ownership/succession changes, and final-stage decisions expressly designated as joint in this policy.

### 2.3 Restrictions on Ownership Transfer

Neither Rick nor Harmony may sell, gift, assign, pledge, or otherwise transfer any portion of their ownership interest to a third party. The only permitted ownership transfer is between Rick and Harmony. If either Owner dies or permanently leaves Whatts Law, that Owner's interest automatically transfers to the other Owner.

### 2.4 Extended Owner Unavailability

If either Rick or Harmony is unavailable for an extended period and circumstances require action, the available Owner may act independently, including on matters that would normally require joint approval, provided the action is taken in good faith and in the best interests of Whatts Law. This is an exception for necessity and does not permanently alter the normal governance structure.

### 2.5 Non-Equity Partner Position

- There may be only one Non-Equity Partner at a time.
- Appointment and removal of the Non-Equity Partner require Rick and Harmony acting together.
- The Non-Equity Partner is not an equity owner and receives no ownership interest solely by virtue of the title.
- The Non-Equity Partner is the immediate supervisor of all Principal Attorneys and may overrule Principal management and case-assignment decisions, subject to Owner review.
- When the Non-Equity Partner position is vacant, no acting replacement is appointed. Rick and Harmony jointly assume all duties and authorities assigned to that position.

### 2.6 Outside Financing

Whatts Law may accept outside financing through non-equity arrangements such as loans or financial backing. A financier does not receive voting rights, management authority, ownership, or control over legal matters solely because the financier provides money. Any financial arrangement must preserve the professional independence of the firm and its attorneys.

### 2.7 Succession and Dissolution

- If both Rick and Harmony die or both permanently leave Whatts Law, Nova Lyric is the designated successor to ownership and control of the firm, subject to any applicable eligibility or licensing requirements.
- If Nova Lyric is unable or unwilling to succeed the firm, Whatts Law shall dissolve and wind down in an orderly manner.
- Rick and Harmony may jointly revise the designated successor, the dissolution plan, or both at any time. The extended-unavailability rule may apply if one Owner is materially unavailable and action cannot reasonably wait.

## 3. Organizational Hierarchy

Whatts Law uses a defined chain of command so every employee understands who they report to, what authority each rank carries, and where responsibility begins and ends. The descriptions in this section

summarize the principal duties of every standing role in the firm. More specific procedural limits, approvals, and exceptions established elsewhere in this policy remain controlling.

| Level | Title | Core Role | Equity |
|---|---|---|---|
| 1 | Founder & Managing Partner | Co-owner; day-to-day firm leadership and final ordinary-management tie-break | 100% before Effective Date; 50% after |
| 1 | Founding Partner | Co-owner; broad firmwide ownership, governance, and leadership authority | No equity before Effective Date; 50% after |
| 2 | Non-Equity Partner | Head Principal Attorney; immediate supervisor of Principal Attorneys | No |
| 3 | Principal Attorney | Management, intake, conflicts, assignments, supervision, discipline, and development | No |
| 4 | Senior Associate | Independent case lead; delegated supervision, mentoring, and case-team leadership | No |
| 5 | Associate Attorney | Developmental attorney; individual legal work, growth, and skill assessment | No |
| — | Paralegal | Case-team legal support under attorney supervision | N/A |
| — | On-Call Investigator / PI | Part-time investigative support used as needed on firm matters | N/A |

## 3.1 Reporting Chain

Before the Effective Date, the attorney reporting chain ends with Rick Whatts as sole Owner. After the Effective Date, the default attorney reporting chain is: Associate Attorney → Senior Associate → Principal Attorney → Non-Equity Partner → Rick Whatts & Harmony Cole. Reporting follows actual case and team assignments where appropriate. Paralegals report to the attorney leading the matter for day-to-day case work. On-call investigators report to the attorney or manager who assigned the investigative task. The active Owner or Owners retain ultimate authority throughout the structure.

## 3.2 Founder & Managing Partner — Rick Whatts

- Before the Effective Date, holds 100% equity ownership in Whatts Law. After the Effective Date, holds 50% equity ownership and serves as co-owner with Harmony Cole.
- Directs ordinary day-to-day firm management and, when Rick and Harmony disagree on an ordinary management decision, Rick's decision controls as Managing Partner.

- Exercises broad Owner authority across firm operations, personnel, client matters, policy administration, finances, and strategic direction, subject to any joint-Owner requirements stated elsewhere in this policy.
- May individually overrule management decisions made by Principal Attorneys or the Non-Equity Partner when necessary.
- Shares ultimate responsibility with Harmony for protecting client interests, firm continuity, professional standards, and the long-term direction of Whatts Law.
- Participates with Harmony in all matters requiring joint Owner action, including appointment or removal of the Non-Equity Partner, final internal appeals, permanent-record review, and succession or fundamental ownership decisions.

### 3.3 Founding Partner — Harmony Cole

- Upon the Effective Date, holds a 50% equity ownership interest in Whatts Law and serves as co-owner of the firm. Before that date, Harmony's Technical Systems Administrator duties do not create equity or Owner authority.
- Exercises broad authority across the entire firm rather than being limited to a particular department, practice area, or administrative portfolio.
- May individually overrule management decisions made by Principal Attorneys or the Non-Equity Partner when necessary.
- Shares ultimate responsibility with Rick for personnel oversight, client protection, firm policy, professional standards, financial stewardship, and the long-term direction of Whatts Law.
- Participates with Rick in all matters requiring joint Owner action, including appointment or removal of the Non-Equity Partner, final internal appeals, permanent-record review, and succession or fundamental ownership decisions.
- When Rick is unavailable for an extended period and circumstances require action, may exercise the Owner authority permitted by the extended-unavailability provisions of this policy.

### 3.4 Non-Equity Partner

- Serves as the single highest-ranking non-owner attorney and the immediate supervisor of all Principal Attorneys.
- May overrule Principal Attorney management, case-assignment, and case-reassignment decisions, but must explain those decisions to Rick and Harmony, who may overrule the Non-Equity Partner.
- May issue firmwide operational directives to Principal Attorneys when those directives remain within existing firm policy.
- May hire attorneys, promote Associate Attorneys to Senior Associate, demote Senior Associates to Associate Attorney, and issue formal discipline to Principal Attorneys.
- May suspend personnel below Principal Attorney rank; a proposed suspension or demotion of a Principal Attorney must be recommended upward as required by this policy.
- May recommend termination of any attorney or employee but may not fire personnel directly.
- Conducts performance reviews of Principal Attorneys and reports the results to Rick and Harmony.
- Reviews serious personnel matters, determines whether permanent retention is warranted, and forwards any permanent designation for automatic joint Owner review.
- Reviews custom or non-standard fee arrangements after negotiation by a Principal Attorney and either forwards a recommendation for Owner approval or returns proposed revisions for renegotiation.
- May accept new clients or matters within firm capability, but may not independently decline them; recommended declines must be documented and sent to the Owners.
- May recommend internal policy changes but may not create or amend firm policy independently.

- Has access to personnel records of everyone below the position, including applicable part-time personnel, but may not directly access the Non-Equity Partner's own personnel record.

## 3.5 Principal Attorney

- Serves as a management-level attorney responsible for the attorneys, paralegals, cases, and operational matters placed under the Principal Attorney's supervision.
- Reviews new client and matter intake, performs the mandatory conflict-of-interest check, and determines initial acceptance and assignment when the matter is appropriate for the firm.
- May accept new clients or matters using professional judgment, but may not independently decline them; any recommended decline must be documented and submitted to the Owners.
- Assigns cases, attorneys, practice-area responsibilities, and paralegal support based on complexity, workload, capability, development needs, and demonstrated strengths.
- May not independently reassign an existing matter once assigned; reassignment requests proceed through the approval process established elsewhere in this policy.
- May approve and sign routine short-term or one-off engagement agreements using adopted standard pricing.
- May negotiate custom or larger fee arrangements as recommendations only and must submit them through the Non-Equity Partner review process before final Owner approval.
- Supervises Senior Associates and the work flowing through their teams, while allowing capable Senior Associates to lead matters with little to no direct supervision.
- May issue formal discipline and temporary suspensions to personnel below Principal Attorney rank, but may not terminate personnel.
- Reviews promotion recommendations, may recommend Senior Associates for promotion to Principal Attorney, and is responsible for knowing the strengths, weaknesses, development needs, and practical specialties of personnel under supervision.
- Conducts or oversees required performance reviews for direct reports and, during the twice-monthly review cycle, reviews new personnel-record documentation for employees under the Principal Attorney's supervision.
- May add legitimate management documentation to personnel records and may elevate previously unmarked negative paperwork to a serious matter, with the required notice and escalation.
- Receives case after-action reports, uses them for development and staffing decisions, and ensures relevant information is preserved in appropriate personnel records.

## 3.6 Senior Associate

- Is an experienced attorney trusted to lead assigned cases independently with little to no Principal Attorney supervision.
- May conduct settlement negotiations, advise the client regarding settlement, and manage litigation strategy within the scope of the assignment, while the client retains final authority to accept or reject settlement.
- Supervises Associate Attorneys and paralegals assigned to the Senior Associate's case team and is responsible for day-to-day delegation, coordination, mentoring, and work review.
- May lead teams of any reasonable size determined by the Principal Attorney.
- May request paralegal assistance in writing when additional support is needed.
- Mentors newer attorneys and helps develop their legal judgment, case preparation, professionalism, and practical skills.
- May submit performance concerns, promotion recommendations, and other observations upward to the Principal Attorney.

- May originate negative personnel paperwork concerning lower-ranking personnel and must counsel the affected employee regarding the paperwork and rebuttal rights, but may not place documents directly into personnel files or impose formal discipline.
- When serving as case lead, conducts the required end-of-case after-action review and submits the resulting report to the Principal Attorney.

## 3.7 Associate Attorney

- Is the developmental entry-level attorney rank used to evaluate capability, identify strengths and weaknesses, and build readiness for independent case leadership.
- Performs assigned legal work and may handle appropriately simple matters independently when a Principal Attorney determines the assignment is suitable.
- Reports to the assigned Senior Associate when placed on a Senior Associate-led case team; otherwise reports through the supervising Principal Attorney as directed.
- Is expected to develop competence in legal research, drafting, client communication, case preparation, professional judgment, reliability, and courtroom or hearing work as applicable.
- Is not required to be equally strong in every practice area; demonstrated specialization may remain informal and should be considered by management when assigning work.
- Does not exercise formal management, disciplinary, hiring, firing, or personnel-file authority solely by virtue of the Associate Attorney rank.
- Becomes eligible for promotion based on overall competence, documented development, and readiness to work more independently and mentor newer attorneys.

## 3.8 Paralegal

- Provides substantive legal and administrative support to attorneys and case teams but does not independently practice law.
- May assist with case-file organization, records collection, exhibits, discovery preparation, document drafting for attorney review, timelines, research support, deadline tracking, and other assigned legal-support work.
- Is assigned to matters case-by-case by a Principal Attorney; a Senior Associate may request paralegal assistance in writing.
- Reports to the attorney leading the assigned matter for day-to-day case work and remains subject to the supervising Principal Attorney's broader management authority.
- May not independently lead cases, give independent legal advice, sign filings as counsel, represent clients in court as an attorney, or supervise attorneys.
- Participates in case after-action reviews for matters on which the paralegal worked.
- Receives the same twice-monthly review cadence and developmental approach used for Associate Attorneys, with evaluation categories tailored to paralegal duties.

## 3.9 On-Call Investigator / PI and Other Part-Time Support

- Provides investigative or specialized support on an as-needed basis rather than serving as a regular attorney or paralegal rank.
- Performs only the investigative, evidence-gathering, locating, interviewing, research-support, or other limited tasks assigned by the responsible attorney or manager.
- Reports to the attorney or manager who assigned the work and must comply with confidentiality, evidence-integrity, and case-information restrictions applicable to the assignment.

- Receives only the information and access reasonably necessary to complete the assigned task and does not receive standing access to case files or personnel records solely because of part-time or on-call status.
- Does not participate in the regular formal performance-review system unless the Owners later establish a separate review process for part-time support personnel.

### 3.10 Automated Reception / Intake Function

Where Whatts Law uses a Discord bot or other automated receptionist/intake system, that system serves only to collect and route prospective-client information. It is not an employee, attorney, management position, or decision-maker. It cannot perform conflict checks, accept or decline representation, assign attorneys, give legal advice, set custom fees, or bind Whatts Law. All substantive intake decisions remain with the authorized attorneys identified in this policy.

## 4. Authority & Personnel Actions

### 4.1 Authority Matrix

| Action | Senior Associate | Principal Attorney | Non-Equity Partner | Owners |
|---|---|---|---|---|
| Hire attorneys | No | No | Yes | Yes |
| Fire personnel | No | No | Recommend only | Either Owner may act |
| Promote Associate → Senior | Recommend | Recommend/forward | Yes | Yes |
| Promote Senior → Principal | No | Recommend | Recommend | Either Owner may act |
| Appoint/Remove Non-Equity Partner | No | No | No | Joint Owners |
| Demote Senior → Associate | No | No | Yes | Yes |
| Demote Principal → Senior | No | No | Recommend | Either Owner may act |
| Formal discipline | Recommend | Below Principal | Principal Attorneys | All personnel |
| Temporary suspension | No | Below Principal | Below Principal; recommend Principal | Either Owner may suspend Principal/all |
| Change firm policy | No | No | Recommend only | Owners |

### 4.2 Promotions

- Promotions become fully effective immediately upon approval; there is no probationary period in the new rank.

- Senior Associates may submit promotion recommendations concerning Associate Attorneys to Principal Attorneys.
- Principal Attorneys may submit recommendations concerning Senior Associates for promotion to Principal Attorney.
- The Non-Equity Partner may promote an Associate Attorney to Senior Associate.
- Either Rick or Harmony may individually promote a Senior Associate to Principal Attorney.
- Promotion to Non-Equity Partner requires Rick and Harmony acting together.
- Before any promotion is approved, the decision-maker must review the employee's full personnel record. The review is internal and does not require advance notice to the employee.
- A denied promotion shall be documented. Management may explain the reason to encourage growth. There is no mandatory waiting period before reconsideration, but the full promotion-review process must be used each time.
- Returning former employees restart at the bottom of the applicable hierarchy, but may progress more quickly when prior records and demonstrated capability support it. They still complete the full promotion-review process.
- Promotions are announced and celebrated firm-wide.

### 4.3 Demotions, Discipline and Suspensions

- Demotions are effective immediately and are kept private except for persons who need to know operationally.
- The Non-Equity Partner may demote Senior Associates to Associate Attorney.
- The Non-Equity Partner may recommend that a Principal Attorney be demoted to Senior Associate; either Owner may approve the demotion individually.
- Principal Attorneys may issue formal discipline and suspend personnel below Principal Attorney rank.
- The Non-Equity Partner may issue formal discipline to Principal Attorneys but may not directly suspend them. A written recommendation for Principal suspension must be submitted to the Owners; either Owner may approve the suspension individually.
- Senior Associates may report performance or conduct concerns and make recommendations but may not impose formal discipline.
- Discipline and suspensions are private except to the extent disclosure is necessary for management or operations.

### 4.4 Termination

Only Rick or Harmony may terminate an attorney or employee; either Owner may do so individually. The Non-Equity Partner may recommend termination but may not fire personnel directly. Transition requirements are governed by Section 10.

## 5. Client Intake, Conflicts & Engagements

### 5.1 Intake and Conflict Check

- New matters enter through the firm's intake process, including the Discord receptionist/bot process where applicable.
- A Principal Attorney must review each new matter before assignment.
- A conflict-of-interest check is mandatory before accepting any new client or matter. The Principal Attorney reviewing intake is responsible for the conflict check.

### 5.2 Acceptance and Declination

- Principal Attorneys and the Non-Equity Partner may accept a client or matter when, using professional judgment, they believe the firm has the capability and resources to perform the work.
- Principal Attorneys and the Non-Equity Partner may not independently decline a prospective client or matter.
- If a Principal Attorney or the Non-Equity Partner recommends declining a matter, the reasons must be documented in writing and submitted to the Owners for final decision.
- The purpose of Owner review is to prevent unnecessary loss of business through a unilateral refusal while still allowing legitimate conflicts, capacity limits, or legal concerns to be respected.

### 5.3 Client Agreements and Engagement Authority

- Whatts Law requires a signed client agreement/engagement document before work begins, except where emergency circumstances or applicable rules require immediate action.
- Principal Attorneys may approve and sign short-term, one-off standard engagements on behalf of Whatts Law.
- Any agreement that commits the firm as a whole to ongoing services over an extended period—such as a business retainer—requires Owner approval/signature. The primary attorney on that matter may still be a Principal Attorney or another attorney assigned by a Principal Attorney.

### 5.4 Pricing and Custom Fee Approval

All firm pricing, compensation, fee splits, bonuses, retainers, and firm-fee amounts remain TBD and shall be governed by a separate Owner-approved financial schedule. The historical pricing of prior firms is not binding on Whatts Law.

- Standard/set-price one-off matters may be handled and signed by a Principal Attorney without escalating the fee for Owner approval.
- A Principal Attorney may negotiate a custom or larger fee arrangement, but must clearly tell the client that the negotiated terms are only a recommendation and do not bind Whatts Law until final approval.
- The Principal Attorney submits the custom terms to the Non-Equity Partner. If the Non-Equity Partner agrees, the recommendation is forwarded to Rick and Harmony for final approval.
- If the Non-Equity Partner disagrees, the Non-Equity Partner returns a written recommended revision to the Principal Attorney. If the client accepts the revised terms, the Principal Attorney resubmits the matter to the Non-Equity Partner, who then forwards it for Owner approval.
- Any deviation from standard pricing triggers the custom-fee approval process.

## 6. Case Assignment, Supervision & Files

### 6.1 Initial Assignment

- The Principal Attorney reviewing intake assigns the matter to the attorney or case team the Principal believes is best suited to perform the work.
- Assignment decisions should consider case complexity, attorney experience, workload, demonstrated strengths, and developmental needs.
- Associate Attorneys may handle simple matters independently when appropriate.
- Senior Associates may lead cases with little to no Principal Attorney supervision and may supervise one or more Associate Attorneys as assigned by the Principal Attorney.
- The number and mix of attorneys on a case are determined by the Principal Attorney; rank alone does not require additional staffing.

### 6.2 Case-Team Reporting

Associate Attorneys assigned under a Senior Associate report directly to that Senior Associate for the matter. The Senior Associate remains accountable to the Principal Attorney. Paralegals assigned to a Senior Associate-led case report to the Senior Associate for day-to-day work.

### 6.3 Case Reassignment

- Principal Attorneys may recommend reassignment but may not unilaterally reassign an existing matter once counsel has been assigned.
- The Non-Equity Partner may approve or deny a reassignment request and must explain the decision to Rick and Harmony.
- Rick or Harmony may overrule the Non-Equity Partner's reassignment decision if necessary. If the Non-Equity Partner position is vacant, Rick and Harmony jointly assume reassignment authority.

### 6.4 Practice Areas and Informal Specialization

Whatts Law does not require attorneys to formally declare a specialty. Principal Attorneys are expected to know the attorneys under their supervision well enough to understand their practical strengths, weaknesses, and natural practice-area specialties, and to use that knowledge when assigning work. Principal Attorneys may oversee whatever practice areas the firm needs at the time.

### 6.5 Paralegal Support

- Principal Attorneys assign paralegals to matters case-by-case as needed.
- Senior Associates may submit a written request for paralegal support to the Principal Attorney.
- Paralegals do not independently lead cases, supervise attorneys, give independent legal advice, or appear as counsel.

### 6.6 Centralized Case Files and Access

Every matter shall have a centralized case file. Access is limited to attorneys and paralegals assigned to the matter, the supervising Principal Attorney, the Non-Equity Partner, and Rick and Harmony. Access may be expanded only when operationally necessary and consistent with confidentiality obligations.

### 6.7 Case After-Action Review

- Every case shall conclude with a case review/after-action review led by the attorney who led the case.
- The case lead meets with the case team to review performance, lessons learned, strengths, problems, and improvement opportunities.
- The case lead submits the after-action report to the Principal Attorney.
- Relevant case-review information is maintained in the personnel records of the employees involved and may be considered in future reviews, assignments, promotions, commendations, or corrective action.

## 7. Performance Reviews & Development

### 7.1 Review Schedule

- Performance reviews occur twice each month.
- The mid-month review is an informal check-in and is not documented on paper.
- The end-of-month review is a formal written performance review and is placed in the employee's personnel record.
- During the twice-monthly review cycle, Principal Attorneys shall review new personnel documentation for employees under their supervision.

## 7.2 Review Chain

- Each rank is responsible for reviewing personnel who directly report to it during the relevant review period.
- The Non-Equity Partner conducts performance reviews of Principal Attorneys and provides the results to Rick and Harmony.
- Rick and Harmony jointly conduct the performance review of the Non-Equity Partner.
- Rick and Harmony, as Owners, are not subject to the regular employee performance-review system.

## 7.3 Standard Rating Scale

Formal written reviews shall use the following labels: Unsatisfactory; Needs Improvement; Meets Expectations; Exceeds Expectations; Outstanding. Every formal review shall also include a free-form comments section.

## 7.4 Rank-Specific Evaluation

- Associate Attorney reviews focus on individual performance, development, reliability, legal competence, communication, strengths, weaknesses, and readiness for greater independence.
- Senior Associate reviews include the core categories plus case leadership, delegation, supervision, mentoring, independent decision-making, and the ability to lead teams with little to no Principal supervision.
- Principal Attorney reviews include case management, operational management, intake/assignment judgment, mentorship, development of lower-ranking attorneys, knowledge of team strengths and weaknesses, and overall effectiveness of the attorneys under their charge.
- Non-Equity Partner reviews include personal leadership and management plus the quality, development, and performance of the Principal Attorneys and the teams beneath them.
- Paralegals use the same review cadence and developmental approach as Associate Attorneys, with categories tailored to paralegal duties and informed by case after-action reviews.

## 7.5 Promotion Philosophy

Promotion is based on overall readiness, not identical performance in every practice area. An attorney who is competent overall may be ready for advancement even if that attorney is stronger in civil, criminal, business, or another type of work. Principal Attorneys are expected to use staffing and mentoring to develop weaker areas while using demonstrated strengths responsibly.

## 7.6 Anonymous Owner Feedback

- Every two months, all Whatts Law employees may participate in an anonymous review of Rick and Harmony as firm owners and leaders.
- The questionnaire primarily evaluates ownership/leadership as a combined category and includes a smaller number of questions about Rick and Harmony individually.
- The response scale is Strongly Disagree → Strongly Agree and the questionnaire ends with an anonymous free-response section.
- The Non-Equity Partner plays a significant role in drafting the questionnaire to reduce bias, but Rick and Harmony retain final approval of the questions.
- The Non-Equity Partner does not receive, compile, or review submitted responses. Responses go directly to Rick and Harmony.
- The questionnaire includes a yes/no option for the employee to request a meeting with the Owners. If requested, Rick and Harmony are obligated to schedule a meeting as soon as reasonably possible.

During scheduling, the employee may choose to meet with both together, each separately, or only one Owner.
- After each review cycle, Rick and Harmony issue a firm-wide response summarizing major feedback themes and what they plan to improve, change, or continue going forward.

# 8. Personnel Records, Rebuttals & Appeals

## 8.1 Contents of Personnel Records

Each employee shall have an official personnel record. The record may include performance reviews, case after-action reviews, promotions, denied promotions, commendations, awards, training, disciplinary actions, suspensions, demotions, negative paperwork, rebuttals, appeal findings, corrective actions, departure documentation, and other legitimate personnel records.

## 8.2 Access and Documentation Authority

- Principal Attorneys may access the personnel records of everyone below them in the hierarchy, including relevant part-time/on-call personnel, but may not directly access their own record.
- The Non-Equity Partner may access the personnel records of everyone below that position, including part-time/on-call personnel, but may not directly access the Non-Equity Partner's own record.
- Rick and Harmony may access all personnel records, including their own.
- Employees may request to review their own personnel record, but do not receive direct self-service access. Review occurs through authorized management.
- Personnel-file documentation authority begins at Principal Attorney level and above. Senior Associates may originate reports, recommendations, or negative paperwork, but must forward them to authorized management for official placement.
- Any Principal Attorney or higher manager may add documentation to a personnel file when there is a legitimate reason to do so.

## 8.3 Negative Paperwork and Notice

- When negative paperwork is created, the employee reported on must be informed and advised of the right to submit a rebuttal.
- If a Senior Associate originates negative paperwork about an Associate Attorney, the Senior Associate counsels the Associate and forwards the paperwork to a Principal Attorney for official recordkeeping.
- A Principal Attorney receiving negative paperwork solely for recordkeeping is not required to substantively review it immediately; however, new personnel documentation must be reviewed as part of the Principal Attorney's twice-monthly record-review duties.

## 8.4 Rebuttal Procedure

- The employee has 48 hours after notification to submit a written rebuttal.
- A rebuttal is reviewed by the supervisor of the person who authored the original negative paperwork.
- The reviewer considers the original paperwork and rebuttal on the written record only, informs the involved parties of the finding, and places a written finding in the reported employee's personnel record.
- The original author's personnel file also receives a separate procedural note showing that negative paperwork authored by that person was rebutted and the result of the review.
- The original paperwork is not erased or rewritten solely because it was rebutted; the record preserves the original document, rebuttal, and finding.

### 8.5 Appeal Procedure

- If the employee believes the rebuttal finding remains unfair, the employee may appeal upward through the chain of command until the matter reaches the Owners.
- Each appeal must be filed within 48 hours after the employee is notified of the relevant finding.
- Appeal review is based on the written record only.
- Appeal findings are shorter than the initial rebuttal finding and are added to the reported employee's personnel record.
- When a finding is appealed, a separate note is placed in the file of the reviewer whose finding was appealed, documenting that the finding was appealed and the result.
- When an appeal reaches Rick and Harmony, they review it jointly. Their joint finding is final and there is no further internal appeal.
- Reviewers issue findings as soon as reasonably possible; there is no fixed decision deadline.
- If the employee misses a 48-hour rebuttal or appeal deadline, only Rick or Harmony may grant an extension for good cause, and either Owner may grant that extension individually.

### 8.6 Serious Matters and Permanent Records

- The original writer of negative paperwork may mark the matter as serious at the time it is created.
- If the matter was not originally marked serious, a Principal Attorney may later designate it serious during the Principal's personnel-record review. The Principal must notify both the original writer and the employee reported on, and the new serious-matter action resets the 30-day retention clock.
- All serious matters are escalated to the Non-Equity Partner for review. The Non-Equity Partner decides whether the matter warrants permanent retention and informs everyone involved of the decision.
- If the Non-Equity Partner designates the matter permanent, Rick and Harmony are automatically notified and must jointly review the decision. The employee does not need to file a separate appeal of the permanent designation.
- Rick and Harmony's joint decision on permanent retention is final.
- A permanent entry is truly permanent. It is reserved for conduct serious or noteworthy enough that future management should always be able to consider the historical risk or liability.
- Permanent entries do not automatically disqualify an employee from promotion or advancement, but management must consider them whenever making relevant personnel decisions.

### 8.7 Ordinary Negative-Record Retention

Ordinary negative paperwork becomes eligible for removal 30 days after the most recent paperwork related to that incident is issued. Rebuttals, appeal findings, serious-matter escalations, and related findings reset the 30-day period. If a matter is reviewed as serious but is not made permanent—or if the Owners overturn a permanent designation—the matter returns to the normal 30-day rule.

### 8.8 Promotion and Personnel Decisions

- The complete personnel file must be reviewed before a promotion is approved.
- Everything in the record may be considered, including corrective action taken after an earlier promotion denial.
- Approved and denied promotions are documented in the file.
- A denied promotion does not create a mandatory waiting period. The employee may be reconsidered whenever management believes sufficient improvement has occurred.

## 9. Recognition & Awards

- Whatts Law conducts formal awards and bonus-based recognition on the last Friday of every month.

- There shall be attorney-only awards, non-attorney-employee awards, and firm-wide awards that may be earned by either attorneys or non-attorney employees.
- Rank does not limit award eligibility; initiative, effort, professionalism, leadership, client service, and contribution may be recognized at any level.
- Award nominations and final selections are made collaboratively by the Principal Attorneys, the Non-Equity Partner, Rick, and Harmony.
- Employees may receive more than one award in the same month.
- Awards are announced publicly to the firm and documented in the recipient's personnel record.
- Award bonus amounts remain TBD and will be established in a separate financial schedule.

# 10. Resignation, Termination & Transition

## 10.1 Voluntary Resignation

- Attorneys must provide 72 hours' advance notice before voluntarily leaving Whatts Law.
- Good-cause exceptions are permitted on a case-by-case basis and require Rick and Harmony acting together.
- During the 72-hour period, the departing attorney must begin transitioning active matters, assisting with reassignment, and notifying all necessary people so clients, courts, opposing counsel, and other relevant parties are not blindsided.
- Failure to provide required notice shall be documented as a negative departure entry and may also constitute a breach of any signed employment agreement, subject to applicable law and the terms of that agreement.

## 10.2 Termination

- The same 72-hour transition process generally applies when an attorney is terminated.
- If the attorney is being terminated for serious misconduct or poses a risk to clients, money, evidence, or firm systems, Rick or Harmony may cut off access immediately and the firm will handle reassignment internally.

## 10.3 Case-by-Case Access Removal

During a transition, access is removed matter-by-matter as soon as each case is transferred. A departing attorney keeps access only to systems, files, and information necessary to complete remaining transition duties. Once all matters are transferred, broader firm access ends.

## 10.4 Client Continuity

- The internal default is that client matters remain with Whatts Law when an attorney leaves unless Rick and Harmony approve another transition, subject always to the client's own right to choose counsel.
- Departing attorneys may not actively solicit Whatts Law clients to follow them to another firm or misuse firm/client information for that purpose.

## 10.5 Exit Interview and Archived Records

- Every departing attorney completes an exit interview documenting the reason for departure, unresolved matters, transition issues, and relevant feedback.
- After the exit interview, the personnel record is archived and retained permanently.
- A former employee may request a copy of the archived record for personal use.
- Whatts Law will not send an archived personnel record to another law firm by default. If the former attorney requests that transfer, written authorization is required before release.

- If a former employee returns, the archived personnel record is reactivated and continued. The employee restarts at the bottom of the applicable hierarchy but may progress faster when prior performance and current capability support it.

# 11. Confidentiality, Firm Property & Client Relationships

- Departing attorneys and employees may not take firm files, templates, internal policies, client lists, confidential information, or other proprietary Whatts Law materials, except materials they are legally or ethically entitled to retain or properly transferred with authorization.
- Client files and confidential information remain subject to applicable confidentiality, privilege, and professional-responsibility obligations at all times.
- Case-file access is limited under Section 6.6 and must be removed when operational need ends.
- No internal policy may be interpreted to override a client's right to choose counsel or an attorney's non-waivable professional obligations.

# 12. Financial & Compensation Framework

All final Whatts Law pricing, attorney compensation, fee splits, firm fees, retainer amounts, award bonuses, and related monetary schedules are currently TBD. Before the Effective Date, Rick establishes or approves those terms. After the Effective Date, Rick and Harmony establish those terms according to the ordinary-management and joint-Owner rules in the controlling documents. Until an approved schedule is adopted, no historical pricing or prior-firm practice is binding Whatts Law policy.

## 12.1 Financial Approval Principles

- Standard/set pricing may be used through the ordinary engagement process once formally adopted.
- Custom pricing deviations follow the review process in Section 5.4.
- Outside financing does not create equity, management authority, or control over legal work unless a future lawful written agreement expressly provides otherwise; under the present ownership structure, third-party equity transfers are prohibited.

# 13. Policy Administration & Amendment

## 13.1 Operational Directives

The Non-Equity Partner may issue firm-wide operational directives to Principal Attorneys without prior Owner approval so long as those directives remain within existing firm policy. The Non-Equity Partner may not independently create or amend firm policy. Rick and Harmony retain authority to overrule operational directives when necessary.

## 13.2 Policy Recommendations

The Non-Equity Partner and Principal Attorneys may recommend changes to firm policy. Final policy authority remains with Rick and Harmony.

## 13.3 Interpretation and Good-Faith Application

Where this policy does not address a specific circumstance, management should apply the closest existing rule, preserve the chain of command, protect client interests, document significant decisions, and escalate genuine governance questions upward. Nothing in this policy prevents Rick and Harmony from adopting a written exception or amendment when the firm's interests require it.

### 13.4 Owner Amendment Authority

Rick and Harmony may amend this policy, the succession plan, or related internal governance documents. Matters that this policy designates for joint Owner action should be amended jointly, subject to the extended-unavailability exception in Section 2.4.

## Appendix A — Quick Chain of Command

Associate Attorney → Senior Associate → Principal Attorney → Non-Equity Partner → Rick Whatts & Harmony Cole

## Appendix B — Quick Personnel Review Timeline

- Mid-month: informal performance check-in; no paper record required.
- End of month: formal written performance review using the standard rating labels plus free-form comments.
- End of every case: after-action review led by the case lead and submitted to the Principal Attorney.
- Every two months: anonymous firm-wide owner feedback questionnaire.
- Last Friday of every month: firm awards and recognition.

## Appendix C — Rebuttal / Appeal Timeline

1. Negative paperwork issued and employee notified of rebuttal right.
2. Rebuttal deadline: 48 hours after notice.
3. Initial rebuttal review: supervisor of the original author; written-record review only.
4. Appeal deadline: 48 hours after each finding.
5. Appeals move upward one level at a time until Rick and Harmony.
6. Rick and Harmony jointly decide the final internal appeal.
7. Good-cause deadline extensions may be granted by either Rick or Harmony individually.

## Appendix D — Serious Matter / Permanent Record Flow

1. Original author may mark negative paperwork serious, or a Principal Attorney may elevate it during personnel-record review.
2. If elevated later, original author and employee are notified and the 30-day clock resets.
3. Non-Equity Partner reviews and decides whether permanent retention is warranted.
4. If permanent retention is selected, Rick and Harmony automatically conduct a joint review.
5. Their joint determination is final. If permanent status is rejected, the matter returns to the ordinary 30-day retention rule.

## Adoption

This policy reflects Whatts Law's operational structure and the intended post-transition governance structure. Its operational provisions become effective upon approval by the presently authorized Owner. Its provisions that depend on Harmony being a 50/50 Owner become effective only on the Effective Date defined in the separate Ownership & Partnership Agreement. It remains in force until amended or replaced in accordance with the controlling governance state.

| Rick Whatts | Harmony Cole |
| --- | --- |
| *Founder & Managing Partner* | *Founding Partner* |
| Signature: _____ | Signature: _____ |
| Date: _____ | Date: _____ |

*Internal roleplay governance document. Where an applicable court, bar, or server rule conflicts with this policy, the controlling rule governs.*

## Systems Administration and Firm Admin Access

Rick Whatts and Harmony Cole's Technical Support account have an audited Firm Admin bar on the signed-in website. The bar permits either authorized administrator to preview the exact role-scoped website presented to an employee or client without changing the administrator's underlying login identity. Each preview start and exit is recorded with the acting account and the viewed account.

Harmony may view every open and closed matter, intake, and employee workspace when needed for legitimate technical troubleshooting. This support access is not the source of ownership or legal decision authority and does not alter the conditional ownership effective date. Rick assigns official employee positions. A saved assignment updates the employee's website role and title, revokes existing website sessions, records an audit event, and synchronizes the linked Whatts Law Discord roles.

Production screens and records must use authoritative D1 data. Mock employees, sample matters, simulated intakes, and local-only save behavior are not permitted in the production website or Discord workflow.