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Office of Mayor Tom Potter
City of Portland

December 16, 2008

Small Business Legal Clinic
222 N.W. Fifth Avenue
Portland, Oregon 97209

Re: Agreement for Funding

Dear Ms. Finnerty:

This letter sets forth the agreement between the City of Portland (the "City") and Lewis & Clark Law School's Small Business Legal Clinic ("SBLC") regarding the City's provision of \$80,000 to help fund the operations of the SBLC (the "Funding"). The SBLC provides transactional legal services for a nominal fee to small and emerging businesses in the Portland area, with a primary focus on businesses owned by women, minorities, and recent immigrants. In keeping with the City's goal of assisting and encouraging the growth of small businesses, the City has provided \$100,000 in 2006-2007, \$120,000 in 2007-2008, and has agreed to provide an additional \$80,000 for 2008-2009.

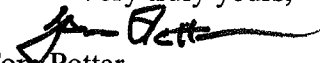
In consideration of this Funding, which is for the period July 1, 2008 through June 30, 2009 (the "Funding Period"), the SBLC will use the funds to: (1) provide transactional legal services to eligible small business clients; (2) work closely with other local business resources to help maximize the success of small and emerging businesses; and (3) provide such support, administration, and infrastructure as may be necessary or appropriate to such uses. The SBLC will not use the Funding for any other purpose and will not discriminate in choosing its clients based on gender, race, religion, nationality, or sexual orientation.

The SBLC will provide an annual report to the City by July 31, 2009, which will help the City confirm the SBLC's compliance with its obligations and the benefits resulting from the Funding. The report will include data and statistics regarding the specific use of the Funding, the number of clients served, and the number of matters on which the SBLC worked during the Funding Period. Upon reasonable request of the City, the SBLC will provide any other data, statistics, information or records which may be helpful for the above purpose; provided, however, the SBLC will not and cannot provide any privileged or confidential information of its clients.

The City will provide the full amount of the Funding to the SBLC upon execution of this letter agreement. In the event the SBLC does not meet its obligations, as described above, the City may immediately terminate this agreement by written notice to the SBLC at the above address, and the SBLC promptly will refund any Funding it has not yet used.

Please indicate your acceptance of this letter agreement by signing both originals of this letter in the space below and returning one to me for the City's files. Thank you.

Very truly yours,



Tom Potter
Mayor

ACCEPTED AND AGREED on this 16th day of Dec, 2008:

SMALL BUSINESS LEGAL CLINIC

By: Maggie Finnerty
Name: Maggie Finnerty
Title: Executive Director

CITY ATTORNEY'S OFFICE

By: APPROVED AS TO FORM JUD
Name: Linda Meng
Title: City Attorney
Linda Meng
CITY ATTORNEY