# Exhibit A: Sample Privilege Log Guidance Used by a Project Manager for an Actual Matter in which the Traditional Document-by-Document Logging Method was Used[[1]](#footnote-1)

This exhibit is provided to show the amount of time-intensive detail that is often required in a traditional document-by-document logging method. The method in this exhibit is not recommended by this committee, but rather is provided for illustrative purposes to show why this committee is recommending the alternative approach of a metadata log.

1.  The Privilege Description or Narrative

Example descriptions for Attorney/Client documents:

* Attorney-client communications concerning [inventory reserves/ . . . ].
* Attorney memo/notes concerning [inventory reserves/ . . . ].
* Attorney research concerning [inventory reserves/ . . . ].

 Example descriptions for Work Product documents:

* Attorney work product prepared/compiled in response to [subpoena/litigation].
* Work product prepared/compiled by non-attorney at the request of counsel in response to [subpoena/litigation].

2. Mechanics [in a particular document review platform]:

1. Enter/edit the Privilege Description in the Text view so it can be done document-by-document without propagation across the family (which it will do in Quick Edit).
2. Ensure you are in the Privilege Description field and not the Attorney Notes field. It is the top field in text view (and Quick Edit).
3. When you have completed a privilege description on a document, check the “Privilege log Description Complete” tag.
4. If you use a copy/paste method, please be careful that your template material is correct and has no typos. I would suggest that you do not copy and paste. Read the existing privilege descriptions carefully; they have many typos and truncations, etc. due to poor copy/paste methods used previously.

3. Formatting/Language for Consistency

\*\*Please clean up existing privilege descriptions that have any of the following problems.

* For the purpose of consistency across reviewers, please:

* + Begin each privilege log description with a capital letter.
  + End each privilege log description with a period.
  + For the phrase "attorney-client" as in "attorney-client communications", please include the hyphen.
  + Please do not use abbreviations; do not use e.g., atty. or [xxx] or even [ABCD]--just spell things out on the privilege log description.
* The privilege description should match the coding; i.e., Work Product language for documents coded Work Product and Attorney/Client language for documents coded Attorney/Client.
* While we are not limited to the examples provided or even the issue tags that were used, keep the topic part brief to 2-3 words; it is fine to say "shrink reserves" or "used inventory reserves," but you don't need to specify that the document pertained to a reserve *calculation* or something more specific. Likewise, you need not say the [xxxx] was *in [xxxx]* etc. "Less is more" in a privilege log. [Law Firm] prefers more general descriptions.
* You need not specify the file type as “spreadsheet” or “presentation”; we will export the file extension for the privilege log.
* Finally, for draft SEC filings/statements: just use the document title as the brief insert for the type of document as "10-K" or "10-Q" or "press release" or "earnings release" rather than other variations like "SEC filings" or "Statement filings." Per [attorney name deleted]: “draft filings should be described as such, and not using one specific issue tag as a description. For example, I have seen several draft 10-Qs described as communications related to “[xxxx].” Though this may be the topic that made the document responsive, we should describe it in more general terms because of the breadth of topics covered in the document.”
* Likewise, you need not specify who the attorney is or who the client is in "attorney-client" communications; i.e., do not say "attorney-client communications with [law firm]."
* Likewise, the appropriate Work Product phrasing (depending on whether an attorney or non-attorney prepared it) re: that a document was prepared *in response to the subpoena/litigation* is sufficient to describe a document that is re: the litigation hold or document collection or document production etc. (We should not have these in this set of documents.) You need not specify that it was re: a collection or production or the date of production, etc.
* For Work Product, we don’t need to specify the topic of the work product that has been prepared [e.g., [xxxx]], merely that it has been “prepared in response to a subpoena”, or “in response to litigation”, etc. Plus, we would have already provided the general topic in the parent email description.
* Clearly claim Attorney Client or Work Product.  Make a specific claim to Attorney Client or Work Product per document. It is not so important which choice of language is used (as long as it is coded for that), but the language should be a little precise in describing each document as a communication/research/memo/notes rather than just using “communications” across the entire family.
* Do not convolute the Attorney Client language of "concerning [x topic]" with the Work Product language of "in response to [x]" and vice versa. That is--"Attorney Client ... in response to subpoena" and "Work Product ... concerning [xxxx]" etc.
* Do not convolute attorney versus non-attorney work on Work Product descriptions. That is, do not say "attorney work product prepared by non-attorney" instead of just "work product prepared by non-attorney at the request . . ." Clean up entries that have this mix up.
* Do not use language that you may have used on other projects but that is not under the parameters of the language expected on this project. E.g., do not use language such as "Email *involving counsel reflecting legal advice*" OR "*Email involving counsel requesting legal advice* " OR "Email *involving counsel facilitating legal advice* "). Please clean up existing descriptions that do not follow the expected language.

4. Specific Issues

*Child documents:*

The Privilege Log Description for the child(ren) should be similar to that of the parent, e.g., Spreadsheet concerning [xxxx] for a child whose parent is described as Attorney-client communications concerning [xxxx].

--all child documents should also begin with an explicit claim to Attorney/Client or Work Product and not merely "Spreadsheet concerning [xxxx]."

*Redacted documents:*  
The phrasing is the same for wholly privileged or withheld documents.

*Documents that are both Work Product and Attorney/Client Privileged:*

You need not have two sentences or a combination of Attorney/Client and Work Product in one sentence.  One or the other is cleaner. It usually works best to use the Attorney Client language for the parent and Work Product language for the children.

*Document that is Responsive only by virtue of a Responsive family:*

* You can write a privilege description that is appropriate for the subject matter that a given document deals with. For example, if a child is Not Responsive on its face and is Responsive only by virtue of its family status, then write a privilege description that is appropriate to the subject matter on the face of the child--e.g.,
  + the description for the parent could be: "Attorney-client communications concerning financial information."
  + the child could be: " . . . concerning acquisition of [xxx]."

The topic of the child need not be that of the parent if it deals with something else.

1. This illustrates how much effort goes into training a privilege log team and keeping their work consistent. [↑](#footnote-ref-1)