

Business Travel Policy

June 2023

Summary of Key Points:

- Only absolutely essential business travel is eligible for approval. “Essential” business travel is travel critical to the continuation of the firm’s business operations. Examples include court directives, depositions, required client meetings, and meetings with government regulators.
- For international travel, only members are eligible for business-class fares for client-approved flights. Non-members are eligible for premium economy fares.
- All billable and non-billable flights should be booked as non-refundable or restricted to reduce fare cost.
- For all trips, travelers must accept lower-cost airfare alternatives and book hotels that are contracted or on the approved list where available.
- Non-billable travel to/from destinations (i.e. a personal residence) distant from the travelers assigned home office may require some portion of personal payment to cover the incremental airfare or hotel expense.
- Billable travel expenses should be pre-approved by the client. Travelers billing trip expenses to a client should first ensure that travel arrangements are within client travel policy limits.
- Billable domestic business travel must be approved by the traveler’s supervising member for associates, patent agents, and legal assistants, or by the traveler’s supervisor for all other employees.
- All non-billable domestic business travel requires approval from the Department Leader for attorneys; from one’s supervisor for all non-attorney employees; or from the sponsoring department for seminar and professional development attendance requests.
- All U.S. business travel reservations must be made through the firm’s contracted travel agency.
- All trips should be booked 14-21 days in advance when possible to obtain the best airfare and hotel rates.

- Single-destination or hotel-only trips should be booked using the online booking tool Lightning (found on the CTM Travel Portal accessible on the intranet under Business Services or Travel).
- If you are traveling to a U.S. State Department identified restricted country or territory and require a laptop, mobile phone or other device, it's important you **contact IT at least 3 business days prior to travel to request a travel laptop and/or mobile phone.**

I. Overview

In general, the below travel guidelines are designed to assist those who travel on firm business or arrange business travel, whether undertaken on behalf of clients or charged to the firm.

The firm will reimburse its members and employees for reasonable expenses incurred in connection with business travel. In this context, “reasonable” refers to:

1. Compliance with Internal Revenue Service requirements to substantiate travel expenses as valid tax-deductible expenses, including the requirement that expenses serve a clear business purpose.
2. **Compliance with client travel policies.** Travelers billing their trip expenses to a client should first ensure that travel arrangements are within client travel policy limits. Clients should approve billable travel before travelers make arrangements with the firm’s travel agency.
3. A standard that provides comfortable—though not luxurious—living and working environments while traveling.

Please note that business travel is considered optional and is not required of employees who are not comfortable traveling, regardless of transportation mode.

II. Travel Authorization & Approval Process

There are two categories of essential business travel: Billable-client related and non-billable-administrative.

1. For billable-client related travel, travel expenses related to client business, including attendance at board meetings, should be charged to client-matter billing numbers so they are captured on client pre-bills. The client and matter number should be provided to the travel agency for all billable travel.

2. For non-billable administrative travel, specific accounting codes are applied to each category of travel (Attachment 1). Please inform the travel agency of the category of travel you are requesting and provide a detailed description of the trip's purpose, including client or prospect company names, key individual(s) to meet, event name and description, etc.

Approval Process

- Billable domestic business travel must be approved by the traveler's supervising member (in the case of associates, patent agents, and legal assistants) or supervisor (in the case of all other employees).

For travel to be charged to a client, you must obtain that client's approval if required by the client's travel policy.

- All non-billable domestic business travel requires approval from the Department Leader for attorneys; from one's supervisor for all non-attorney employees; or from the sponsoring department for seminar and professional development attendance requests.
 - a. Seminar and conference attendance and travel approval is governed by the Outside Seminar and Conference Registration Instructions and Guidelines. Domestic, non-revenue-based travel, including non-essential conference participation and other non-client-related activities, is discouraged if virtual/remote participation is available.
 - b. Visit Home Office Program (VHOP) travel approval is governed by the VHOP Administrative Staff Policy.
- All international non-billable travel requires approval from the Managing Partner. All such travel by non-members also requires advance authorization from a supervising member (for associates) or a supervisor (for staff).

Travel requests that do not comply with this policy will be reported by the travel agency to firm management for review.

III. Travel Arrangements

All U.S. business travel reservations, including those for air transportation, lodging, and car rentals, should be made through the firm's travel agency.

Use of our travel agency will allow us to take advantage of their special negotiated rates, as well as any rates we've negotiated directly with airlines, hotels, and car services.

You may also arrange for personal travel through our travel agency. However, a service fee will be added to each personal ticket issued.

International Offices: Each non-U.S. office has a relationship with a local travel agency. Trip requests originating from a non-U.S. office location must be booked through that local agency, including travel to and from the U.S.

Online Travel Booking: Travelers are encouraged to make personal and simple business travel arrangements using Lightning, the online booking tool, whenever practical. In particular, we recommend making single-destination travel arrangements using Lightning to lower the per-ticket management fee.

- To ensure adequate approval processing time and to avoid reservation expirations, online reservations should not be submitted after 1:00 p.m. on a Friday, or on a Saturday or a Sunday.

Traveler Profile: To maximize the efficiency of travel arrangements, provide the best possible service, and minimize travel disruption, please be sure to update your Traveler Profile (found on the CTM Travel Portal accessible on the intranet under Business Services or Travel) so the travel agents can reference your profile information, which includes contact, payment, frequent flyer, TSA Known Traveler, and other important information and preferences.

Reducing Health Risks When Traveling

Before booking travel and leaving on a trip, travelers should consult our travel agency for the latest travel advisories.

Traveling employees should notify their supervisor and promptly call a healthcare provider for advice, if needed, if they become sick while traveling. As always, if you are traveling internationally and need emergency medical help, please refer to the Overseas Urgent/Emergency Benefits information on the intranet.

IV. Air Travel Guidelines

Air Travel Itinerary Guidelines

- A. **Non-refundable tickets are required for both billable and non-billable flights.** Refundable tickets may be an appropriate option to provide the traveler with the ability to cancel or delay a scheduled trip for any reason, while avoiding change fees. Refundable fares may also be booked when the cost difference is negligible or less than non-refundable fare options.

- B. Air travel for firm business must be by commercial aircraft unless approved in advance by the Managing Partner. Charter, private, and corporate air travel will not be reimbursed if not approved in advance.
- C. Employees are prohibited from piloting a plane on firm business, including for client activities, business development, or firm administrative activities.
- D. Air travel for employees traveling on the same flight is limited:
 - No more than five employees may travel on the same flight.
 - No more than three members of the firm's senior management team or board of directors may travel on the same flight.
- E. Any airline cancellations or reservation changes should be made through our travel agency. Call the 24-hour reservation assistance line at (800) 304-6752 outside of normal business hours. The cost to the firm is \$22/call.
- F. The firm's corporate travel card will be used for payment for all business air travel. Personal credit cards may not be used to purchase business airfare tickets.

General Air Travel Guidelines

A. Domestic Air Travel

For the purposes of these guidelines, Canada, Mexico, and Puerto Rico are included in domestic travel. All domestic air travel is limited to economy class unless a client's travel policy permits business or first class.

London- and Brussels-based travelers may consider travel to/from EU countries to be "domestic" travel subject to Domestic Air Travel guidelines.

Other modes of travel (e.g., train/rail services) are covered by these air travel guidelines unless specified otherwise.

Please make your travel arrangements as far in advance as possible so the travel agency can obtain discounted fares. Fares with a cancellation penalty should be used when the probability of an itinerary change is low. Generally, non-billable reservations should be made at least 14 to 21 days in advance to obtain the best price.

For billable travel, client policy limitations supersede firm guidelines.

For all business air travel, travelers must accept lower-cost airfare alternatives if available.

Business-Class Flights for Members – Members are authorized to book business class (or first class when business class is not offered) on domestic flights

exceeding four hours. Where business class is not approved by policy, the member may elect to personally pay for the fare differential to reserve a business-class fare.

- If the average segment flight time on a multi-leg or round-trip flight equals or exceeds four hours, the member may book business class.
- Associates flying with a member on a billable or non-billable flight exceeding four hours may fly business class only if the member AND client approve and the exception is approved by the Department Leader.

Double Booking – The practice of double booking airfare is prohibited by the airlines and the firm’s airline contracts. Airlines have sophisticated methods of discovering double bookings, and have the right and ability to cancel BOTH fares upon such discovery, leaving the traveler without any ticket.

Special Fares & Fees – Early-bird boarding, business select, economy plus, and other special fees and fares are authorized only if the traveler is a member, or with approval.

Luggage Shipping & Airline Baggage Fees – travelers who prefer to ship their luggage in lieu of paying a baggage fee are responsible for the shipping cost over the going rate for the airline baggage fee, typically \$40 per bag. Payment of the overage must be made by personal check payable to the firm at the time of shipping.

- For client billable shipments, a client-matter number must be provided to the Mail Distribution processor and the full cost of the shipment will be paid by the firm and billed to the client.

B. International Air Travel

Effective March 22, 2023, business-class fares are permitted for billable and non-billable international business travel for members only. All non-member international non-billable travel requires advance authorization from a supervising member for associates or a supervisor for staff, and is limited to premium economy class.

Any non-billable international travel (including for business development purposes) must be approved in advance by the Managing Partner and Department Leader.

Travelers should be flexible enough to depart within the three-hour window described above to obtain the lowest logical fare.

International Computer, Voice and Data Communications

If you are traveling to a U.S. State Department identified restricted country or territory and require a laptop, mobile phone or other device, it's important you **contact IT at least 3 business days prior to travel to request a travel laptop and/or mobile phone.**

Other Intra-continental Travel – The limitations applicable to U.S. domestic air travel also apply to non-U.S. intra-continental air travel. For example, air travel within China or Europe is limited to coach class for any flights of less than four hours.

Visas and Passports – For international business trips, travelers are encouraged to consult with the firm's travel agency for documentation requirements (e.g., visas) of the country or countries to be visited. The travel agency will assist in securing entry documents for most countries that require them. Fees to secure any required documentation other than passports for firm business travel will be reimbursed to the traveler. The cost of acquiring or renewing a passport is considered a personal expense and is not eligible for reimbursement.

C. Traveler Incentives

The firm's travel agency will make travel arrangements conforming to the lowest logical fare guidelines. Where possible, if a traveler participates in a mileage or other incentive program with a specific airline, the travel agent will give preference to that airline when booking reservations. However, travelers are not permitted to book a higher-cost airfare to use personal frequent flyer program privileges when a lower fare is available.

Tickets purchased or discounts obtained using employee airline loyalty program points or other benefits are not reimbursable in whole or in part to the employee by the firm.

D. Personal Air Travel

Any additional costs incurred for personal air travel in connection with business travel are the responsibility of the traveler. It is the traveler's responsibility to advise the travel agent of their desire to combine business and personal travel within the same itinerary for proper pricing comparisons and documentation on invoice and itinerary forms. **Personal air travel must be charged directly to the traveler's personal credit card.** A service fee will be added to each personal ticket as applicable. Our travel agency cannot accept personal checks or cash as forms of payment.

Non-billable travel to/from destinations (i.e. a personal residence) distant from the travelers assigned home office may require some portion of personal payment to cover the incremental airfare or hotel expense.

E. Ticket Cancellation

To cancel all or a portion of a trip, please advise the firm's travel agency as soon as possible so they can seek a refund. Non-refundable tickets must be cancelled in advance so the full ticket value is not lost.

Cancelled non-refundable business travel airfares purchased using the firm's method of payment that are deposited by the airline directly to the travelers airline account remain the property of the firm. As such, these funds may be moved by the firm from the employee's airline account to an account used by the firm's travel agency to book future firm business airfare.

F. United Airlines Mileage Plus Status Awards

Any United Airlines Mileage Plus status memberships contractually available to the firm will be awarded as available based on a combination of: (a) total ticket expenses on United Airlines; (b) miles flown on United Airlines; and/or (c) number of tickets purchased on United Airlines. Details on Mileage Plus Premier status programs are available on the [United Airlines website](#) (click "Mileage Plus").

G. Airline Club Memberships, Status Upgrade Purchases, and Security Clearance Programs

Membership in airline clubs, status upgrade purchases (i.e., paying for a higher loyalty/status level), security clearance programs (e.g., Global Entry, TSA PreCheck, and others), and other benefits are the responsibility of the traveler and will not be reimbursed by the firm.

H. Travel Insurance

The firm carries business travel insurance that covers employees traveling on firm business. The purchase of additional travel insurance is considered a personal expense and will not be reimbursed. Please refer to the firm's Expense Reimbursement Guidelines for specific travel insurance information.

I. Travel to India

The firm must maintain a record of business travel to India in order to certify to the Indian tax authorities or to India-based clients that the firm is not subject to tax in India.

V. Lodging

All hotel reservations should be made through the firm's travel agency. **For all trips, travelers must book hotels that are contracted or on the approved list where available.** Airbnb and other shared-economy options are prohibited for business travel without prior approval.

[Hotel room costs exceeding \\$1,000 per night require pre-approval.](#)

A. Corporate Negotiated Rates

The firm's travel agents will request the negotiated corporate rate on all hotel reservations where available. This may require advance reservations.

If you are planning to attend a conference or special event that includes a hotel discount, notify your travel agent and provide them with the discount code.

B. Late Arrival and Cancellations

The firm's travel agency will guarantee all hotel reservations for late arrival. The traveler's personal credit card will be used for the guarantee. It is the traveler's responsibility to cancel a hotel reservation or to request that the travel agency cancel the reservation to avoid a "no-show" charge. Some hotels require cancellation 24 to 72 hours in advance, based on the local time of the hotel property. If you are uncertain of your hotel's cancellation policy, contact the travel agency for assistance.

Because hotel cancellation policies vary, it is advisable to cancel hotel reservations no later than 24 hours before the scheduled check-in date for domestic hotels and 48 to 72 hours in advance for international hotels. If you cancel a hotel reservation directly, please record the cancellation number, date, time, and the name of the hotel employee handling the cancellation. Even if you cannot cancel a reservation before the nominal deadline, call to cancel anyway and record the date, time, and name of the hotel employee to whom you spoke. Often, if a hotel can re-book your room, your cancellation will be honored even if made after the deadline.

C. Personal Expenses

Additional expenses for [hotel upgrade for personal preference reasons](#), double rooms, suites, other persons, entertainment (including in-room movies), spa and fitness center use in excess of a nominal entry fee, laundry/valet charges on short trips, room upgrades, or extension of a hotel stay for personal use are the traveler's responsibility and will not be reimbursed.

D. Accounting

Hotel expenses will be reimbursed only when accompanied by the detailed hotel folio.

E. Appreciation Gift

If you wish to stay at a friend's home while traveling on business, the firm will reimburse you for a non-cash appreciation gift up to \$50.00.

VI. Ground Transportation

All reservations for cars, trains, and other ground transportation are to be made through the firm's travel agency. Employees may utilize ride-sharing and car services only if they

are cost competitive with other ground transportation options. Wilson Sonsini's preferred ride-sharing service is **Lyft**, a firm client.

A. Transportation to/from Airport

Airport and hotel shuttles, as well as ride-sharing services such as Lyft, are approved options. Some cities warrant the use of taxis instead of rental cars or shuttles (e.g., New York City).

B. Airport Parking

For airport parking longer than one day, the firm will limit reimbursement to the geographically closest long-term parking rate available. Please use short-term parking only for trips that do not require an overnight stay.

C. Car & Ride-Sharing Services

Car services may be reserved on a limited basis by **members only** for non-billable trips if cost competitive. They should be reserved using the firm's travel agency, as the firm has negotiated rates (including gratuities) with preferred transportation companies. Payment will be made by the traveler at the time of service and reimbursed by the firm.

Ride-sharing services may be used if cost competitive. They should be paid for by the traveler at the time of service, unless other approved firm-paid arrangements have been made. Payment will be reimbursed by the firm.

D. Car Rentals

The firm's travel agency can make car rental reservations with Hertz at the firm's negotiated rate or with other car rental services if cost competitive. Please see the below car rental guidelines:

- Car Rental Documentation – All rental car documents should reference Wilson Sonsini's name in addition to the employee's name.
- Car Rental Size – Travelers should request an intermediate or smaller size car when they expect fewer than five people to be using the car. Charges for a car class upgrade or specialty vehicles will not be reimbursed.
- Car Rental Fueling Charges – Please refuel your rental car before returning it to avoid high refueling charges; these charges are generally not reimbursable. In general, prepaid gas options should not be elected.
- Car Rental Insurance – Please decline all insurance (including the collision damage waiver, personal accident insurance, and personal effects coverage) on car rentals. The firm is insured for collision and liability risks; however, personal effects protection is not provided by the firm. Travelers may have such coverage on damaged or stolen personal items under their homeowner's policy. If a traveler elects to pay for such coverage, the

expenses will not be reimbursed. Rental car insurance information cards are available from our travel agency.

- Car Rental Accidents & Fines – Immediately report any accident or other claim arising out of rental car use to the car rental agency, the local police authorities (if required by local laws), and Chubb Insurance Direct Claims Reporting at 1-800-252-4670, referencing the firm’s Policy Number 73215534. The car rental agency will issue instructions on how to proceed.
- Traffic/Parking Fines – The firm will not reimburse a traveler for any traffic or parking fines incurred while operating an automobile on firm business.
- Hertz #1 Club Gold Membership – This membership is available free of charge to all firm employees. For more details on benefits and to sign up, visit the CTM Travel Portal accessible via the firm’s intranet and click on “Hertz Gold Plus Rewards” on the left side.

E. Use of Personal Cars

The firm will reimburse employees for using their personal cars for local travel on firm business according to the standard IRS per mileage rate. The current and immediately prior rate can be found on the automated expense reimbursement form when mileage reimbursement is selected. If an employee begins or ends the business day by traveling on firm business, the reimbursable mileage will be limited to the actual miles driven in excess of the employee’s normal commute mileage. For the Brussels office, reimbursement is also provided at a standard rate per kilometer. For rate information, check with the Brussels office manager.

- Minimum Personal Automobile Insurance Coverage – Employees must carry adequate personal automobile insurance. To use a personal car on firm business, the firm requires the following minimum insurance coverage:

\$100,000/\$300,000 bodily injury AND \$50,000 property damage
OR \$300,000 combined single coverage

The firm may request that employees provide a certificate of insurance to confirm satisfaction of the minimum coverage requirement.

VII. Meetings & Group Events

If you are planning a firm meeting or group event, please contact the firm’s travel agency for assistance and guidance on making related air and hotel arrangements. The agency’s Events Team can often secure discounts on air and hotel costs for groups of 25

or more traveling to the same destination for an event. Set-up fees may apply.

IX. Sustainable Travel

***** Under development in conjunction with the firm’s Sustainability Task Force Committee *****

Online Travel Booking: The firm’s online booking platform, Lightning, can provide a carbon footprint comparative benchmark for specific flights and can be used by traveling employees to make decisions on which flights, hotels, and cars will optimize the carbon footprint of a trip.

ATTACHMENT 1

FIRM ACCOUNT NUMBERS FOR NON-BILLABLE TRAVEL EXPENSES

TRAVEL CODES AND ITS CORRESPONDING GL CODES		
Travel Description	GL Code	GL Description
IT Tech Support	514670	Administrative Travel
Practice Support (Attorneys & Legal Staff)	514672	Practice Group Travel
Telecommuting	514672	Practice Group Travel
Staff Recruiting	521150	Staff Recruiting Travel
Recruiting Integration	521522	Recruiting Integration - Travel
Diversity Recruiting	521524	Diversity Recruiting Initiatives (Other than Meals)
Attorney Applicant Travel	521541	Law School Interviewing - Travel
Recruitment Branding	521543	Recruitment Branding (Other than Meals)
Lateral Recruiting	521544	Lateral Recruiting - Travel Expenses
Summer Recruit	521547	Travel Expenses - Summer Associates Program
Bar Review	521552	Bar Review Travel
Relocation	521561	Moving Expenses - Attorneys
Summer Program Activities	521570	Summer Program Activities
Associate Development	521710	Associate Development (other than Meals)
Career Development	521750	Career Development (other than Meals & Entertainment)
Professional Development	523110	Professional Activities (expenses other than M&E)
Diversity & Inclusion	523140	Diversity and inclusion
Visiting Home Office Program "VHOP"	523160	Visit Home Office Program Travel
Summit Travel	523166	Summit Travel Expenses (other than Meals)
Firm MGMT/Meetings	523530	Firm Meetings (Other)
Members Retreat	523530	Firm Meetings (Other)
Seminar Travel	523830	Seminar Travel
Academy (Attorneys)	523871	In-House Training Travel
In-House Training	523871	In-House Training Travel
New Hire (Orientation)	523871	In-House Training Travel
Business Development	525130	Business Development Travel
Events (Attending Attorneys)	525510	Events Travel (Attending Attorneys)
Events (Attending Marketing Staff)	525540	Events Other (Marketing Only)
General Counsel (Liab Deductible)	541200	Office of General Counsel/Professional Liability Costs