



Finance and Administration Committee Record of Proceeding August 3, 2021

The Finance and Administration Committee met on Tuesday, August 3, 2021. Those in attendance included: Chairperson Michael Moore, Ward III; Council Committee Member Barbara McGuinness, Ward I; Council Committee Member Aaron Wahl, Ward II; Council Committee Member Gary Budoor, Ward IV; City Administrator Mike Geisel; and Finance Director Jeannette Kelly. Those also in attendance included: Mayor Bob Nation, Councilmember Mary Ann Mastorakos, Ward II; Councilmember Dan Hurt, Ward III; Director of Public Works/City Engineer Jim Eckrich; Director of Planning Justin Wyse; Assistant Finance Director John Hughes; Asst. to City Administrator/Deputy City Clerk Molly Taylor; and City Clerk Vickie McGownd

Chairperson Michael Moore called the meeting to order at 5:30 p.m.

Approval of Minutes

The minutes of the June 29, 2021 Finance and Administration Committee Meeting were submitted for approval. Councilmember Moore made a motion, seconded by Councilmember McGuinness to approve the June 29, 2021 Finance and Administration Committee Meeting Minutes. A vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

2021 Strategic Planning

Director of Public Works/City Engineer Jim Eckrich gave a detailed presentation about the Strategic Planning and requested approval to issue a Request for Proposals to 3-5 firms who provide Strategic Planning services. He reminded the Committee that City Council had identified submission of a proposal for strategic planning as one of Mr. Geisel's goals and objectives for 2021. Councilmember Wahl made a motion, seconded by Councilmember Moore, to direct staff to request proposals for strategic planning consultant services. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Deposit Accounts and Signors

Finance Director, Jeannette Kelly explained that several financial institutions were requesting an official resolution from City Council, verifying that the appropriate City Staff were acting as official account representatives for the City. City Council had previously executed a similar resolution for a single bank institution, but staff was now suggesting a generic resolution to serve

multiple institutions. She requested and recommended that City Council adopt a resolution designating City Staff as account representatives for City deposits. Councilmember Moore made a motion, seconded by Councilmember Budoor, to approve the proposed resolution. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Audit RFP 2021 Update

Finance Director, Jeannette Kelly updated the committee on staff's progress in preparing of a request for proposals to conduct future audit services.

Excess Checks Report

City Administrator, Mike Geisel addressed Councilmember McGuinness's previous questions pertaining to the June 2021 Excess Checks Report and in response to her previous question, advised the committee that the net profit on the recent amphitheater concert was in excess of \$59,000.

ARPA Update

City Administrator, Mike Geisel provided an update of the American Rescue Plan Act and gave a presentation outlining the details of the Act and how it applies to the City of Chesterfield.

Budget Workshop Dates

F&A Budget Workshop Dates for 2021 were submitted for approval. Councilmember Moore made a motion, seconded by Councilmember McGuinness to approve the Budget Workshop Dates. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Professional Services Contract Renewal

City Administrator, Mike Geisel discussed the Gamble & Schlemeier contract that is up for renewal at the end of the month and recommended approval to renew the agreement for another year. Councilmember Moore made a motion, seconded by Councilmember McGuinness to recommend the approval of the Gamble & Schlemeier contract renewal. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Adjournment

The meeting was adjourned at 7:03 p.m.

Respectfully submitted:

Jeannette Kelly
Finance Director

Molly Taylor
Deputy City Clerk

Approved: _____



**CITY OF CHESTERFIELD
FINANCE AND ADMINISTRATION
COMMITTEE MEETING**

**TUESDAY, AUGUST 3, 2021
CONFERENCE ROOM 101
5:30 P.M.**

<https://us06web.zoom.us/j/85231258379>

(312) 626 6799 or +1 646 876 9923

Webinar ID: 852 3125 8379

- I. APPROVAL OF MINUTES
 - a. F&A Meeting Minutes – June 29, 2021
- II. 2021 STRATEGIC PLANNING
- III. DEPOSIT ACCOUNTS AND SIGNORS
- IV. AUDIT RFP 2021 UPDATE
- V. EXCESS CHECKS REPORT
- VI. **ARPA UPDATE**
- VII. BUDGET WORKSHOP DATES
- VIII. **PROFESSIONAL SERVICES CONTRACT RENEWAL**
 - a. Gamble Schlemeier – Jeff Brooks
- IX. **ADJOURNMENT**



**Finance and Administration Committee
Record of Proceeding
June 29, 2021**

The Finance and Administration Committee met on June 29, 2021. Those in attendance included: Chairperson Michael Moore, Ward III; Council Committee Member Barbara McGuinness, Ward I; Council Committee Member Aaron Wahl, Ward II; Council Committee Member Gary Budoor, Ward IV; City Administrator Mike Geisel; and Finance Director Jeannette Kelly. Those also in attendance included: Mayor Bob Nation; Councilmember Mary Monachella, Ward I (via teleconference); Councilmember Mary Ann Mastorakos, Ward II; Councilmember Dan Hurt, Ward III; Director of Public Works/City Engineer Jim Eckrich; Director of Planning Justin Wyse; Assistant Finance Director John Hughes; Asst. to City Administrator/Deputy City Clerk Molly Taylor; City Clerk Vickie McGownd; and approximately 6 other attendees.

Chairperson Michael Moore called the meeting to order at 5:30 p.m.

Proposed City Council Meeting Schedule

Councilmember McGuinness made a motion, seconded by Councilmember Moore, to recommend approval of the 2022 Proposed City Council Meeting Schedule as amended by changing all Wednesday meetings to Tuesday. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Flats at Wildhorse Village Lot 2A

Mr. Michael Hamburg, on behalf of the petitioner, requested sales tax exemption on construction materials for the Flats at Wildhorse Village Lot 2A. Councilmember McGuinness made a motion, seconded by Councilmember Moore, to deny the petitioner’s sales tax exemption request. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Citizen Newsletter

City Administrator Mike Geisel stated that the Finance and Administration Committee of the Whole gave the following directive on October 27, 2020:

Explore the possibility of reducing the cost of printing and mailing the Citizen Newsletter and providing more efficient delivery of services by working with the Chamber of Commerce and preparing the Citizen Newsletter to coincide with the Chamber’s quarterly newsletter “Out & About”.

Mr. Geisel reported that there would be no cost savings by changing the Citizen Newsletter distribution process, because surveys indicate a strong desire from residents for a paper copy of the newsletter. It would also be a disservice to residents to have the City’s newsletter combined with a commercial product.

Councilmember Moore received and filed this report on behalf of the Finance and Administration Committee.

Economic Development Tools

City Administrator Mike Geisel gave a detailed presentation about economic development tools (presentation attached). Discussion ensued.

Councilmember Moore made a motion, seconded by Councilmember Wahl, to recommend directing Staff to explore options for economic development tools in the southwest quadrant of Chesterfield, advise and engage landowners, and begin discussions regarding reimbursement agreement opportunities. A voice vote was taken with a unanimous affirmative result (4-0) and the motion was declared passed.

Adjournment

The meeting was adjourned at 7:26 p.m.

Respectfully submitted:

Jeannette Kelly
Finance Director

Vickie McGownd
City Clerk

APPROVED: _____

Memorandum Department of Public Works



TO: Michael O. Geisel, P.E.
City Administrator

FROM: James A. Eckrich, PWD/City Eng. *JAE*
Jeannette Kelly, Finance Dir. *JK*

DATE: May 11, 2021

RE: Strategic Planning

**Forward to F&A Committee of City
Council for review and direction.
2021-5-11**

Michael O. Geisel

As you know, for some time the City of Chesterfield has debated whether to implement Strategic Planning. Many of us (including the authors of this memo) argue that Strategic Planning is imperative in order for the City to define its mission and clarify its role in providing services to its residents. Strategic Planning is a process by which the City can set short-term and long-term goals to achieve its mission. Further, Strategic Planning provides a framework to ensure the City's budgets and resources are optimally used to achieve this mission. *Indeed for Employers* defines Strategic Planning as "a process used by organizations to identify their goals, the strategies necessary to accomplish those goals, and the internal performance management system that will be used to monitor and evaluate progress."

It is our belief that a successful Strategic Plan must be facilitated by an external consultant. This ensures that the Plan is not constrained by the thoughts and limitations of those who manage the City every day and is not driven by any specific agenda. Additionally, a successful Strategic Plan must include the following components:

- A review of the City's current goals, priorities, and Mission Statement.
- Development and prioritization of new goals and priorities.
- Revise Mission Statement (if necessary).
- Formulate goals and priorities into a Strategic Plan Report for publication and electronic distribution throughout the community.
- Establishment of measurable objectives to achieve the new goals and priorities.
- Create the framework for regular review and update of the Strategic Plan.

It is vitally important that the Strategic Plan is neither a "feel good session" nor a "document that sits on the shelf." Our vision for the Strategic Plan is that it would be completed over several weeks with multiple meetings between the consultant, the

Mayor and City Council, and City Staff. The consultant would use these meetings to create a report which would contain new goals and priorities for the City supported by specific measurable objectives. The City would then establish teams and responsible parties to achieve those objectives, with some kind of "scoreboard" to demonstrate progress.

This type of process clearly does not lend itself to a low bid analysis. Instead, the City should treat this like it does engineering or architectural services and choose the consultant it believes to be the most qualified to create the Strategic Plan. We propose that a Request for Proposals (RFP) be sent to three to five firms which the City knows provide Strategic Planning services. A team comprised of City Staff and elected officials would then review and score these plans in order to select the firm most qualified to create the Strategic Plan for the City of Chesterfield. Once a consultant is chosen, a scope / schedule / fee would then be negotiated and presented to the full City Council for approval. A draft RFP is attached for your consideration.

While a fee will not be requested as part of the RFP, it is logical that members of City Council would question the likely cost of a Strategic Plan. We believe the cost for a thorough Strategic Plan involving the Mayor, City Council, and City Staff will likely cost \$30,000 to \$40,000.

Should you have questions or need additional information, please contact us. Otherwise, it is our recommendation that the Finance and Administration Committee of City Council consider the issuance of an RFP for Strategic Planning services.

Action Recommended

This matter should be forwarded to the Finance and Administration Committee of City Council. Should the F&A Committee concur with Staff's recommendation it should authorize the issuance of the attached RFP to 3-5 firms who provide Strategic Planning services. Once the RFPs are received they will be reviewed as detailed in the RFP and a scope / schedule / fee will be submitted to the full City Council for approval at a later date.

Should the F&A Committee elect not to issue the RFP it should advise the City Administrator how to proceed regarding Strategic Planning.

MEMORANDUM

DATE: July 16, 2021
TO: Jeannette Kelly, Finance Director
FROM: John Hughes, Assistant Finance Director
SUBJECT: Deposit accounts and signors



Staff is requesting and recommending that City Council adopt the attached generic resolution in order to facilitate authorized City Staff to invest City funds in various financial institutions. This authority is already a designated responsibility of the Director of Finance and City Administrator by code, but financial institutions are requiring that we provide a Council approved resolution indicating same, prior to opening an account.

As we are in the process of opening new accounts to invest City funds at higher interest yields, it has become more prevalent that financial institutions require a certification certifying that City Council, at a duly and regularly called meeting, adopted the following resolution:

That the financial institution...be, and it hereby is designated as, a depository for the funds of this entity, which may be withdrawn on checks, drafts...or other orders for the payment of monies bearing the following appropriate number of signatures:" with the signors listed thereafter.

In the Report from the City Administrator section of the August 5, 2019, City Council meeting minutes, "Mr. Geisel reported that a Resolution is required in order to move deposits from Sterling Bank to a different financial institution. Councilmember McGuinness made a motion, seconded by Councilmember Keathley, to approve a proposed resolution naming Acting Director of Finance John Hughes and City Administrator Mike Geisel as authorized account representatives for City deposits held at Sterling Bank. A voice vote was taken with a unanimous affirmative result and the motion was declared passed. The successful resolution became Chesterfield Resolution No. 454."

Since Resolution #454 was specific to Sterling Bank, we now need a resolution to be cited that allows us to truthfully attest that we are in compliance with the verbiage of the new institution's resolution. Therefore, I request and recommend the following resolution be reviewed by the Finance and Administration Committee and subsequently passed on to City Council with an affirmative recommendation:

RESOLUTION NO. _____

A RESOLUTION AUTHORIZING THE CITY ADMINISTRATOR, ACTING CITY ADMINISTRATOR, FINANCE DIRECTOR, ACTING FINANCE DIRECTOR, ASSISTANT FINANCE DIRECTOR, AND ACTING ASSISTANT FINANCE DIRECTOR AS THE AUTHORIZED ACCOUNT REPRESENTATIVES FOR CITY DEPOSITS HELD AT FINANCIAL INSTITUTIONS.

WHEREAS, the City of Chesterfield has funds deposited at various financial institutions; and

WHEREAS, the City is in the process of opening new accounts at new financial institutions; and

WHEREAS, the financial institutions' applications for new accounts require certification by a governing board that the financial institution be designated as a depository for the funds of the City; and

WHEREAS, the City's Resolution No. 454 identified only one financial institution, and identified the signors specifically by name and title; and

WHEREAS, a more all-inclusive resolution would expedite opening new accounts at new financial institutions without the need for numerous City Resolutions

NOW, THEREFORE, BE IT RESOLVED that the City of Chesterfield hereby affirm that the City Administrator, Acting City Administrator, Finance Director, Acting Finance Director, Assistant Finance Director, and Acting Assistant Finance Director are authorized signors for any and all deposits held at any and all financial institutions.

BE IT FURTHER RESOLVED that the City Administrator, Acting City Administrator, Finance Director, Acting Finance Director, Assistant Finance Director, and Acting Assistant Finance Director are authorized by the City of Chesterfield to manage said deposits in accordance with the City's approved investment policies.

PASSED THIS DAY, August _____, 2021, BY THE MAYOR AND CITY COUNCIL OF THE CITY OF CHESTERFIELD

Presiding Officer

Bob Nation, Mayor

Attest:

City Clerk - Vickie McGownd

City of Chesterfield
Excess Checks (=> \$5,000)
June 2021

DATE	CHECK #	VENDOR	DESCRIPTION	CHECK AMT	FUND
6/3/2021	47106	KOE WETZEL LLC	KOE WETZEL BALANCE	\$ 15,000.00	119
6/3/2021	47125	SAM'S CLUB	SAM'S STATEMENT	6,081.76	119
6/10/2021	47134	G. R. ROBINSON SEED	CONFRONT(50)/AZOXY/STROBE(4)/SOIL BUILDER	10,617.50	119
6/10/2021	47142	INDUSTRIAL SOAP COMPANY	BLEACH, GLOVES, TISSUE, SOAP, MAGIC ERASER, DETERGENT,TOWELS,DISPENSERS	6,622.82	119
6/10/2021	47178	SUMMIT DISTRIBUTING	BEER/ADULT BEVERAGES	7,914.05	119
6/22/2021	47219	KOE WETZEL LLC	KOE WETZEL SPLIT	17,450.94	119
6/24/2021	47234	CCIMW	POOL PAINTING	5,650.00	119
6/24/2021	47235	CREATIVE POLYMERS, INC.	SPLASH AREA EDGING/SPLASH PAD/POOL PAINTING	13,050.50	119
6/24/2021	47246	MAMMOTH, INC	CONCESSIONS LESS PROFIT DUE	10,367.34	119
6/24/2021	47264	MISSOURI AMERICAN WATER COMPANY	16365 LYDIA HILL DR, ACCT #1017-210013295038	10,782.39	119
6/24/2021	47272	SUMMIT DISTRIBUTING	DRINKS-VODKA/MOJITO/MULE(24 CASES)/BEER(226 CASES)	7,134.50	119
6/3/2021	63784	LOU FUSZ DODGE	2021 DODGE DURANGO PURSUIT PATROL UNIT(6)/2021 DODGE DURANGO PURSUIT DETECTIVE(2)	247,888.00	121
6/3/2021	63792	RAINERI CONSTRUCTION, LLC	2021 SIDEWALK REPLACEMENT PROJECT A	53,952.40	120
6/3/2021	63800	SMITH MANAGEMENT GROUP	WOOD LAKE CONDO ASSOCIATION/WOODS GLADE CONDO ASSOCIATION	5,400.00	001
6/3/2021	63802	ST. LOUIS AREA HEALTH INSURANCE TRUST-MEDICAL	JUNE 2021 HEALTH INSURANCE	196,668.78	001
6/3/2021	63809	TOPE PLUMBING	14535 BRITTANIA - SEWER REPAIR	5,016.50	110
6/10/2021	63836	AMCON MUNICIPAL CONCRETE, LLC	2021 SELECTIVE SLAB REPLACEMENT PROJECT A	510,460.18	120
6/10/2021	63840	BRANDYWINE CONDOMINIUM ASSOCIATION	BRANDYWINE CONDOMINIUM - SNOW REMOVAL	6,920.00	001
6/10/2021	63842	CHESTERFIELD VILLAGE TOWNHOMES	CHESTERFIELD VILLAGE TOWNHOMES - SNOW REMOVAL	7,720.00	001
6/10/2021	63869	PLAZA INN LLC	GRADING SURETY RELEASE-SUMMIT-TOPGOLF, LOT A (RESIDENCE INN)	6,600.00	808
6/10/2021	63876	SHI INTERNATIONAL CORP	OPTIPLEX 3080 MICRO	5,316.20	001
6/10/2021	63881	TREASURER-ST. LOUIS COUNTY	POLICE COMMUNICATIONS	16,937.19	121
6/17/2021	63888	AMEREN MISSOURI	690 CHESTERFIELD PKWY W-0627147004	13,073.38	001
6/17/2021	63894	BOBCAT OF ST. LOUIS	DROP HAMMER BREAKER-SKID STEER BRKT/S-277 REPAIR, TIRES(4)	8,945.72	001
6/17/2021	63897	COMMONS OF BROADMOOR CONDO ASSOCIATION	COMMONS - GARDENS - GREENS OF BROADMOOR CONDO - SNOW REMOVAL	8,640.00	001
6/17/2021	63909	HARVESTOWNE AUTO BODY, INC.	PD-11 REPAIR-PANEL/CLEAR COAT/WHEEL FLARE/LAMPS/SENSOR/TAIL LAMP/PD-91 REPAIR-BUMPER/CLEAR COAT/FENDER/FLASHER/WHEEL/TINT MATCH	5,344.65	001
6/17/2021	63937	TREASURER-ST. LOUIS COUNTY	POLICE COMMUNICATIONS JUNE 2021	16,937.19	121
6/24/2021	63948	AVENTURA AT WILD HORSE CREEK, LLC	GRADING SURETY RELEASE-AVENTURA, G-103-19	15,760.00	808
6/24/2021	63949	BEELMAN LOGISTICS LLC	SALT DELIVERY & UNLOADING	11,528.82	001
6/24/2021	63955	GAMMA TREE EXPERTS	2021 STREET TREE REMOVAL	15,580.00	001
6/24/2021	63972	PNC BANK	JUNE 2021 MONTHLY PNC STATEMENT	13,607.46	001
6/24/2021	63980	TIMBERLINE PROFESSIONAL TREE CARE	2021 STREET TREE REMOVAL	14,944.29	120
				\$ 1,297,912.56	

Respectfully submitted by,
John Hughes, Assistant Finance Director



Fund Legend

General Fund	001
Sewer lateral fund	110
Parks	119
Capital Improvements	120
Public Safety	121
Trust & Agency	808

ARPA – THE AMERICAN RESCUE PLAN ACT

The American Rescue Plan Act (ARPA) was signed by President Biden 3/11/2021.

The stated purposed of this legislation to support the immediate pandemic response, bring back jobs, and lay the groundwork for a strong and equitable recovery.

Cities, towns and villages across America will receive \$65.1 billion under the bill.

\$1.272 billion will be distributed to Missouri municipalities.

Cities designated as "metro" or "entitlement" (generally over 50,000 population) will receive their payments direct from U.S. Treasury.

Municipalities, like the City of Chesterfield, with populations under 50,000 are to receive their ARPA payment from the State of Missouri. ARPA refers to these municipalities under 50,000 as NEU's - non-entitlement units of government.

- 1) How much is the City of Chesterfield expected to receive?
- 2) What can this funding be used for and are there any restrictions on the use of the funds?
- 3) What is the timing and reporting requirements for these funds?

ARPA Funds must be spent by the end of calendar year 2024.

Local governments will receive funds in two tranches, with 50% provided in 2021 and the balance delivered approximately 12 months later.

The City will deposit these funds in a separate, segregated, interest bearing account.

Although these funds will be distributed in two tranches, half in 2021 and half in 2022, the funds have to be expended in accordance with the conditions and restrictions provided in the act, or the recipient must refund the Federal government.

“The Act provides a substantial infusion of resources to meet pandemic response needs and rebuild a stronger, and more equitable economy as the country recovers.”

Recipients may use these funds for the following purposes:

- A) Support public health expenditures, by, for example, funding COVID-19 mitigation efforts, medical expenses, behavioral healthcare, and certain public health and safety staff
- B) Address negative economic impacts caused by the public health emergency, including economic harms to workers, households, small businesses, impacted industries, and the public sector
- C) Provide premium pay for essential workers, offering additional support to those who have and will bear the greatest health risks because of their service in critical infrastructure sectors
- D) Invest in water, sewer, and broadband infrastructure, making necessary investments to improve access to clean drinking water, support vital wastewater and stormwater infrastructure, and to expand access to broadband internet.
- E) Replace lost public sector revenue, using this funding to provide government services to the extent of the reduction in revenue experienced due to the pandemic

Specifically prohibited uses of these funds:

- Funds cannot be used to directly or indirectly to offset tax reductions or delay a tax or tax increase;
- Funds cannot be deposited into any pension fund.
- Eligible uses would not include contributions to rainy day funds, financial reserves, or similar funds.
- Eligible uses would not include payment of interest or principal on outstanding debt instruments, or other debt service costs.
- Eligible uses would not include satisfaction of any obligation arising under or pursuant to a settlement agreement, judgement, consent decree, or judicially confirmed debt restructuring.



Finance Director
636-537-4726

2022 Budget Workshop Dates Proposed

The following dates are proposed for the F&A Committee of the Whole to meet to discuss the 2022 Budget.

Monday, October 11 at 5:30 p.m.

Monday, November 8 at 5:30 p.m.

Monday, November 22 at 5:30 p.m. (if needed)

GAMBLE & SCHLEMEIER, LTD.

GAMBLE & SCHLEMEIER, LTD.

Governmental Relations Services Contract

This agreement, made as of September 1, 2020, is by and between the City of Chesterfield, Missouri (hereinafter "Client"), and Gamble & Schlemeier, Ltd., 213 East Capitol Avenue, Jefferson City, Missouri, 65101 (hereinafter "Gamble"). By this agreement it is intended that Gamble will provide to Client governmental relations services, as an independent contractor, as governed by the terms and conditions set forth below.

The parties to this agreement, in consideration of the mutual covenants and stipulations set out herein below, agree as follows:

Term and Scope of Services

Gamble will provide to Client the following services:

Governmental relations services before the Missouri legislature and executive branch related to the establishment and maintenance, on behalf of Client, of contacts with members of the Missouri General Assembly; monitoring of pertinent legislation affecting Client's municipal interests; and preparation of or lobbying on behalf of legislation proposed in Client's interest, or lobbying against legislation contrary to Client's interest, which may include, without limitation, legislation affecting the St. Louis County municipal sales tax pooling requirements imposed by RSMo Section 66.620, legislation directly related to a merger of St. Louis City and St. Louis County, legislation related to municipal cable franchise fees, and legislation related to internet sales or use tax authorization pursuant to the Wayfair U.S. Supreme Court decision. Included in such services, during the legislative session, Gamble will provide to Client a written monthly summary of services performed and legislation monitored on behalf of Client for the previous month. This agreement shall be in effect from the date first above stated through August 30, 2021.

Payment

Client agrees to pay Gamble:

A total fee of \$40,000, which shall be due and payable, in 12 equal monthly installments, upon the 1st day of each month, beginning on September 1, 2020.

No expense reimbursement shall be made for, and Client, shall not be obligated for, any expenses associated with employee retirement benefits, taxes (FICA, withholding or FUTA), unemployment insurance, workers' compensation insurance benefits, health insurance, office equipment, office expenses or repairs, maintenance or utilities, or other direct expense of the services provided by Gamble as consultant under this agreement.

Independent Contractor Status

Neither Gamble, nor any of its subcontractors, employees or agents shall be deemed to be employees of Client, it being understood that Gamble is an independent contractor for all purposes and at all times. Gamble shall be solely responsible for withholding or payment of all federal, state and local personal income taxes, social security taxes, unemployment and disability insurance, and all other payroll taxes and obligations with respect to Gamble or its employees. It is the intent of the parties to this agreement that Gamble is retained based upon its expertise in governmental affairs consulting. Therefore, Gamble shall have complete control and discretion in choosing the appropriate means, manner and

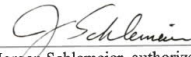
methods for providing the services hereunder; Client shall exercise no supervisory or other control over the means, manner and method by which Gamble provides such services. Further, Client acknowledges that Gamble may and will be providing the same or similar services to other entities and Gamble acknowledges that Client may retain or employ additional management or governmental affairs consultants.

This instrument contains the entire agreement between the parties and no statement, promise or inducement made by either party or agent of either party that is not contained in this written agreement shall be valid or binding. This agreement may not be enlarged, modified or altered except in writing signed by the parties. This agreement shall inure to the benefit of and be binding only upon Gamble and Client. This agreement is entered into between the parties in the state of Missouri and shall be subject to interpretation and construction according to the internal laws of the state of Missouri.

IN WITNESS WHEREOF, the parties hereto have set their hands the day aforesaid.

Gamble:
Gamble & Schlemeier, Ltd.

Client:
City of Chesterfield, Missouri


Jorgen Schlemeier, authorized officer

