

DocuSign City Council Transmittal Coversheet

FILE	7184
File Name	Economic Development Strategic Plan
Purchasing Contact	Crystal westbrook
City Council Target Date	November 5, 2019
Piggy Back Option	No
Contract Expiration	N/A
Ordinance	19-2575

**PROFESSIONAL SERVICES AGREEMENT
FOR CONSULTING SERVICES
FILE 7184**

STATE OF TEXAS §

COUNTY OF DENTON §

THIS AGREEMENT (the “Agreement”) is made and entered into on _____, by and between the City of Denton, Texas, a Texas municipal corporation, with its principal office at 215 East McKinney Street, Denton, Denton County, Texas 76201, hereinafter called “OWNER” and TIP Strategies, Inc., with its corporate office at 2905 San Gabriel Street, Suite 309, Austin, TX 78705, hereinafter called “CONSULTANT,” acting herein, by and through their duly authorized representatives.

WITNESSETH, that in consideration of the covenants and agreements herein contained, the parties hereto do mutually agree as follows:

**ARTICLE I
CONSULTANT AS INDEPENDENT CONTRACTOR**

The OWNER has selected CONSULTANT on the basis of demonstrated competence and qualifications to perform the services herein described for a fair and reasonable price pursuant to Chapter 2254 of the Texas Government Code. The OWNER hereby contracts with the CONSULTANT as an independent contractor and not as an employee, and as such, the OWNER will not assert control over the day-to-day operations of the CONSULTANT. The CONSULTANT is customarily engaged to provide services as described herein independently and on a nonexclusive basis in the course of its business. This Agreement does not in any way constitute a joint venture between OWNER and CONSULTANT. The CONSULTANT hereby agrees to perform the services described herein based on the skills required for the scope of work in connection with the Project as stated in the sections to follow, with diligence and in accordance with the highest professional standards customarily obtained for such services in the State of Texas. The professional services set out herein are in connection with the following described project:

The Project shall include, without limitation, a Development of a Comprehensive Economic Development Strategic Plan, as described in Exhibit A, which is on file at the purchasing office and incorporated herein (the “Project”).

ARTICLE II
SCOPE OF BASIC SERVICES

The CONSULTANT shall perform the following services in a professional manner:

- A. The CONSULTANT shall perform all those services as necessary and as described in the OWNER's File 7184 – Economic Development Strategic Plan, which is on file at the purchasing office and made a part hereof as **Exhibit A** as if written word for word herein.
- B. To perform all those services set forth in CONSULTANT's proposal, which proposal is attached hereto and made a part hereof as **Exhibit B** as if written word for word herein.
- C. CONSULTANT shall perform all those services set forth in individual task orders, as described in **Exhibit B**, which shall be attached to this Agreement and made a part hereof.
- D. If there is any conflict between the terms of this Agreement and the exhibits attached to this Agreement, the terms and conditions of this Agreement will control over the terms and conditions of the attached exhibits or task orders.

ARTICLE III
ADDITIONAL SERVICES

Additional services to be performed by the CONSULTANT, if authorized by the OWNER, which are not included in the above-described Basic Services, may be negotiated as needed, per rates included in **Exhibit B**.

- A. Preparing applications and supporting documents for government grants, loans, or planning advances and providing data for detailed applications.
- B. Preparing data and reports for assistance to OWNER in preparation for hearings before regulatory agencies, courts, arbitration panels or mediator, giving testimony, personally or by deposition, and preparations therefore before any regulatory agency, court, arbitration panel or mediator.
- C. Assisting OWNER in preparing for, or appearing at litigation, mediation, arbitration, dispute review boards, or other legal and/or administrative proceedings in the defense or prosecution of claims disputes with Contractor(s).
- D. Assisting OWNER in the defense or prosecution of litigation in connection with or in addition to those services contemplated by this AGREEMENT. Such services, if any, shall be furnished by CONSULTANT on a fee basis negotiated by the respective parties outside of and in addition to this AGREEMENT.
- E. Visits to the site in excess of the number of trips included in **Exhibit B**.
- F. Preparing statements for invoicing or other documentation for billing other than for the standard invoice for services attached to this professional services agreement.

ARTICLE IV
TIME OF COMPLETION

CONSULTANT is authorized to commence work under this contract upon execution of this AGREEMENT. CONSULTANT shall perform and complete its obligations herein in a prompt and continuous manner, so as to not delay the completion of the Project in accordance with the schedules as described in **Exhibit B**. The contract shall remain effective for a period which may reasonably be required for the completion of the Project, acceptance by an authorized representative of the OWNER, exhaustion of authorized funds, or termination as provided in this Agreement, whichever occurs first.

ARTICLE V
COMPENSATION

A. COMPENSATION TERMS:

1. "Subcontract Expense" is defined as expenses incurred by the CONSULTANT in employment of others in outside firms for services related to this agreement.
2. "Direct Non-Labor Expense" is defined as that expense for any assignment incurred by the CONSULTANT for supplies, transportation and equipment, travel, communications, subsistence, and lodging away from home, and similar incidental expenses in connection with that assignment.
3. The fee shall be payable in six (6) monthly installments of \$20,833.33. The final installment shall not be due until CONSULTANT has delivered the final report. CLIENT also agrees to reimburse COSULTANT for travel expenses, not to exceed \$9,922.00. A total fee, including reimbursement for direct non-labor expenses not to exceed **\$134,922**.

B. BILLING AND PAYMENT: For and in consideration of the professional services to be performed by the CONSULTANT herein, the OWNER agrees to pay, based on the cost estimate detail at an hourly rate shown in **Exhibit B** which is attached hereto and made a part of this Agreement as if written word for word herein.

Partial payments to the CONSULTANT will be made on the basis of detailed monthly statements rendered to and approved by the OWNER through its City Manager or his designee; however, under no circumstances shall any monthly statement for services exceed the value of the work performed at the time a statement is rendered.

Nothing contained in this Article shall require the OWNER to pay for any work which is unsatisfactory, as reasonably determined by the City Manager or his designee, or which is not submitted in compliance with the terms of this Agreement. The OWNER shall not be required to make any payments to the CONSULTANT when the CONSULTANT is in default under this Agreement.

It is specifically understood and agreed that the CONSULTANT shall not be authorized to undertake any work pursuant to this Agreement which would require additional payments by the OWNER for any charge, expense, or reimbursement above the maximum not to exceed fee as stated, without first having obtained written authorization from the OWNER. The CONSULTANT shall not proceed to perform the services listed in Article III "Additional Services," without obtaining prior written authorization from the OWNER.

- C. **ADDITIONAL SERVICES:** For additional services authorized in writing by the OWNER in Article III, the CONSULTANT shall be paid based on the Schedule of Charges at an hourly rate shown in **Exhibit B**. Payments for additional services shall be due and payable upon submission by the CONSULTANT and approval by the City staff, and shall be in accordance with subsection B hereof. Statements shall not be submitted more frequently than monthly.
- D. **PAYMENT:** If the OWNER fails to make payments due the CONSULTANT for services and expenses within thirty (30) days after receipt of the CONSULTANT's undisputed statement thereof, the amounts due the CONSULTANT will be paid interest in accordance with the Texas Government Code 2251.025. Additionally, the CONSULTANT may, after giving seven (7) days' written notice to the OWNER, suspend services under this Agreement until the CONSULTANT has been paid in full all amounts due for services, expenses, and charges. Nothing herein shall require the OWNER to pay the late charge if the OWNER reasonably determines that the work is unsatisfactory, in accordance with this Article V, "Compensation," there is a bona fide dispute concerning the amount due, or the invoice was not mailed to the address or in the form as described in this Agreement. The OWNER will notify CONSULTANT of any disputes within twenty-one (21) days of receipt of the invoice.
- E. **Invoices** shall be sent directly to the City of Denton Accounts Payable Department, 215 E McKinney St, Denton, TX, 76201-4299. A pro-forma invoice shall be sent to the contract administrator. It is the intention of the City of Denton to make payment on completed orders within thirty days after receipt of invoice or items; whichever is later, unless unusual circumstances arise. **Invoices must be fully documented as to labor, materials, and equipment provided, if applicable, and must reference the City of Denton Purchase Order Number in order to be processed. No payments shall be made on invoices not listing a Purchase Order Number.**

ARTICLE VI **OBSERVATION AND REVIEW OF THE WORK**

The CONSULTANT will exercise reasonable care and due diligence in discovering and promptly reporting to the OWNER any defects or deficiencies in the work of the CONSULTANT or any subcontractors or subconsultants.

ARTICLE VII
OWNERSHIP OF DOCUMENTS

All documents prepared or furnished by the CONSULTANT (and CONSULTANT's subcontractors or subconsultants) pursuant to this Agreement are instruments of service, and shall become the property of the OWNER upon the termination of this Agreement. The CONSULTANT is entitled to retain copies of all such documents. The documents prepared and furnished by the CONSULTANT are intended only to be applicable to this Project, and OWNER's use of these documents in other projects shall be at OWNER's sole risk and expense. In the event the OWNER uses any of the information or materials developed pursuant to this Agreement in another project or for other purposes than specified herein, CONSULTANT is released from any and all liability relating to their use in that project.

ARTICLE VIII
INDEMNITY AGREEMENT

THE CONSULTANT SHALL INDEMNIFY AND SAVE AND HOLD HARMLESS THE OWNER AND ITS OFFICERS, OFFICIALS, AGENTS, AND EMPLOYEES FROM AND AGAINST ANY AND ALL LIABILITY, CLAIMS, DEMANDS, DAMAGES, LOSSES, AND EXPENSES, INCLUDING, BUT NOT LIMITED TO COURT COSTS AND REASONABLE ATTORNEY FEES ASSERTED AGAINST OR INCURRED BY THE OWNER, AND INCLUDING, WITHOUT LIMITATION, DAMAGES FOR BODILY AND PERSONAL INJURY, DEATH AND PROPERTY DAMAGE, RESULTING FROM THE NEGLIGENT ACTS OR OMISSIONS OF THE CONSULTANT OR ITS OFFICERS, SHAREHOLDERS, AGENTS, OR EMPLOYEES INCIDENTAL TO, RELATED TO, AND IN THE EXECUTION, OPERATION, OR PERFORMANCE OF THIS AGREEMENT.

Nothing in this Agreement shall be construed to create a liability to any person who is not a party to this Agreement, and nothing herein shall waive any of the parties' defenses, both at law or equity, to any claim, cause of action, or litigation filed by anyone not a party to this Agreement, including the defense of governmental immunity, which defenses are hereby expressly reserved.

ARTICLE IX
INSURANCE

During the performance of the services under this Agreement, CONSULTANT shall maintain insurance in compliance with the requirements of Exhibit C which is attached hereto and made a part of this Agreement as if written word for word herein.

ARTICLE X
ALTERNATIVE DISPUTE RESOLUTION

The parties may agree to settle any disputes under this Agreement by submitting the dispute to mediation with each party bearing its own costs of mediation. No mediation arising out of or relating to this Agreement, involving one party's disagreement may include the other party to the disagreement without the other's approval. Mediation will not be a condition precedent to suit.

ARTICLE XI
TERMINATION OF AGREEMENT

- A. Notwithstanding any other provision of this Agreement, either party may terminate by giving thirty (30) days' advance written notice to the other party.

- B. This Agreement may be terminated in whole or in part in the event of either party substantially failing to fulfill its obligations under this Agreement. No such termination will be affected unless the other party is given (1) written notice (delivered by certified mail, return receipt requested) of intent to terminate and setting forth the reasons specifying the non-performance, and not less than fifteen (15) calendar days to cure the failure; and (2) an opportunity for consultation with the terminating party prior to termination.

- C. If the Agreement is terminated prior to completion of the services to be provided hereunder, CONSULTANT shall immediately cease all services and shall render a final bill for services to the OWNER within thirty (30) days after the date of termination. The OWNER shall pay CONSULTANT for all services properly rendered and satisfactorily performed and for reimbursable expenses to termination incurred prior to the date of termination, in accordance with Article V "Compensation." Should the OWNER subsequently contract with a new consultant for the continuation of services on the Project, CONSULTANT shall cooperate in providing information. The CONSULTANT shall turn over all documents prepared or furnished by CONSULTANT pursuant to this Agreement to the OWNER on or before the date of termination, but may maintain copies of such documents for its use.

ARTICLE XII
RESPONSIBILITY FOR CLAIMS AND LIABILITIES

Approval by the OWNER shall not constitute, nor be deemed a release of the responsibility and liability of the CONSULTANT, its employees, associates, agents, subcontractors, and subconsultants for the accuracy and competency of their designs or other work; nor shall such approval be deemed to be an assumption of such responsibility by the OWNER for any defect in the design or other work prepared by the CONSULTANT, its employees, subcontractors, agents, and consultants.

ARTICLE XIII
NOTICES

All notices, communications, and reports required or permitted under this Agreement shall be personally delivered or mailed to the respective parties by depositing same in the United States mail to the address shown below, certified mail, return receipt requested, unless otherwise specified herein. Mailed notices shall be deemed communicated as of three (3) days' mailing:

To CONSULTANT:

TIP Strategies, Inc.
2905 San Gabriel Street
Suite 309
Austin, TX 78705

To OWNER:

City of Denton
Purchasing Manager –File 7184
901B Texas Street
Denton, Texas 76201

All notices shall be deemed effective upon receipt by the party to whom such notice is given, or within three (3) days' mailing.

ARTICLE XIV
ENTIRE AGREEMENT

This Agreement and related exhibits constitute the complete and final expression of this Agreement of the parties, and is intended as a complete and exclusive statement of the terms of their agreements, and supersedes all prior contemporaneous offers, promises, representations, negotiations, discussions, communications, and agreements which may have been made in connection with the subject matter hereof.

ARTICLE XV
SEVERABILITY

If any provision of this Agreement is found or deemed by a court of competent jurisdiction to be invalid or unenforceable, it shall be considered severable from the remainder of this Agreement and shall not cause the remainder to be invalid or unenforceable. In such event, the parties shall reform this Agreement to replace such stricken provision with a valid and enforceable provision which comes as close as possible to expressing the intention of the stricken provision.

ARTICLE XVI
COMPLIANCE WITH LAWS

The CONSULTANT shall comply with all federal, state, and local laws, rules, regulations, and ordinances applicable to the work covered hereunder as those laws may now read or hereinafter be amended.

ARTICLE XVII
DISCRIMINATION PROHIBITED

In performing the services required hereunder, the CONSULTANT shall not discriminate against any person on the basis of race, color, religion, sex, sexual orientation, national origin or ancestry, age, or physical handicap.

ARTICLE XVIII
PERSONNEL

- A. The CONSULTANT represents that it has or will secure, at its own expense, all personnel required to perform all the services required under this Agreement. Such personnel shall not be employees or officers of, or have any contractual relations with the OWNER. CONSULTANT shall inform the OWNER of any conflict of interest or potential conflict of interest that may arise during the term of this Agreement.
- B. All services required hereunder will be performed by the CONSULTANT or under its supervision. All personnel engaged in work shall be qualified, and shall be authorized and permitted under state and local laws to perform such services.

ARTICLE XIX
ASSIGNABILITY

The CONSULTANT acknowledges that this Agreement is based on the demonstrated competence and specific qualifications of the CONSULTANT and is therefore personal as to the CONSULTANT. Therefore, the CONSULTANT shall not assign any interest in this Agreement, and shall not transfer any interest in this Agreement (whether by assignment, novation, or otherwise) without the prior written consent of the OWNER.

ARTICLE XX
MODIFICATION

No waiver or modification of this Agreement or of any covenant, condition, or limitation herein contained shall be valid unless in writing and duly executed by the party to be charged therewith, and no evidence of any waiver or modification shall be offered or received in evidence in any proceeding arising between the parties hereto out of or affecting this Agreement, or the rights or obligations of the parties hereunder, and unless such waiver or modification is in writing and duly executed; and the parties further agree that the provisions of this section will not be waived unless as set forth herein.

ARTICLE XXI
MISCELLANEOUS

A. The following exhibits are attached to and made a part of this Agreement:

Exhibit A – File 7184 – Economic Development Strategic Plan

Exhibit B – Consultant’s Scope of Services Offer and Project Schedule and Rate Sheet

Exhibit C – Consultant’s Insurance Requirements

What is called for by one exhibit shall be as binding as if called for by all. In the event of an inconsistency or conflict in this Agreement and any of the provisions of the exhibits, the inconsistency or conflict shall be resolved by giving precedence first to this Agreement then to the exhibits in the order in which they are listed above.

B. This Agreement shall be governed by, construed, and enforced in accordance with, and subject to, the laws of the State of Texas or federal law, where applicable, without regard to the conflict of law principles of any jurisdiction. In the event there shall be any dispute arising out of the terms and conditions of, or in connection with, this Agreement, the party seeking relief shall submit such dispute to the District Courts of Denton County or if federal diversity or subject matter jurisdiction exists, to the United States District Court for the Eastern District of Texas-Sherman Division.

C. For the purpose of this Agreement, the key persons who will perform most of the work hereunder shall be TIP Strategies, Inc. However, nothing herein shall limit CONSULTANT from using other equally qualified and competent members of its firm to perform the services required herein.

D. CONSULTANT shall commence, carry on, and complete any and all projects with all applicable dispatch, in a sound, economical, and efficient manner and in accordance with the provisions hereof. In accomplishing the projects, CONSULTANT shall take such steps as are appropriate to ensure that the work involved is properly coordinated with related work being carried on by the OWNER.

E. The OWNER shall assist the CONSULTANT by placing at the CONSULTANT’s disposal all available information pertinent to the Project, including previous reports, any other data relative to the Project, and arranging for the access thereto, and make all provisions for the CONSULTANT to enter in or upon public and private property as required for the CONSULTANT to perform services under this Agreement.

F. The captions of this Agreement are for informational purposes only, and shall not in any way affect the substantive terms or conditions of this Agreement.

G. The parties agree to transact business electronically. Any statutory requirements that certain terms be in writing will be satisfied using electronic documents and signing. Electronic signing of this document will be deemed an original for all legal purposes.

ARTICLE XXII
INDEPENDENT CONTRACTOR

CONSULTANT shall provide services to OWNER as an independent contractor, not as an employee of the OWNER. CONSULTANT shall not have or claim any right arising from employee status.

ARTICLE XXIII
RIGHT TO AUDIT

The OWNER shall have the right to audit and make copies of the books, records and computations pertaining to this agreement. The CONTRACTOR shall retain such books, records, documents and other evidence pertaining to this agreement during the contract period and five years thereafter, except if an audit is in progress or audit findings are yet unresolved, in which case records shall be kept until all audit tasks are completed and resolved. These books, records, documents and other evidence shall be available, within 10 business days of written request. Further, the CONTRACTOR shall also require all Subcontractors, material suppliers, and other payees to retain all books, records, documents and other evidence pertaining to this agreement, and to allow the OWNER similar access to those documents. All books and records will be made available within a 50 mile radius of the City of Denton. The cost of the audit will be borne by the OWNER unless the audit reveals an overpayment of 1% or greater. If an overpayment of 1% or greater occurs, the reasonable cost of the audit, including any travel costs, must be borne by the CONTRACTOR which must be payable within five business days of receipt of an invoice.

Failure to comply with the provisions of this section shall be a material breach of this contract and shall constitute, in the OWNER'S sole discretion, grounds for termination thereof. Each of the terms "books", "records", "documents" and "other evidence", as used above, shall be construed to include drafts and electronic files, even if such drafts or electronic files are subsequently used to generate or prepare a final printed document.

ARTICLE XXIV
Prohibition On Contracts With Companies Boycotting Israel

Supplier acknowledges that in accordance with Chapter 2270 of the Texas Government Code, City is prohibited from entering into a contract with a company for goods or services unless the contract contains a written verification from the company that it: (1) does not boycott Israel; and (2) will not boycott Israel during the term of the contract. The terms "boycott Israel" and "company" shall have the meanings ascribed to those terms in Section 808.001 of the Texas Government Code. ***By signing this agreement, Supplier certifies that Supplier's signature provides written verification to the City that Supplier: (1) does not boycott Israel; and (2) will not boycott Israel during the term of the agreement.*** Failure to meet or maintain the requirements under this provision will be considered a material breach.

ARTICLE XXV

Prohibition On Contracts With Companies Doing Business with Iran, Sudan, or a Foreign Terrorist Organization

Section 2252 of the Texas Government Code restricts CITY from contracting with companies that do business with Iran, Sudan, or a foreign terrorist organization. *By signing this agreement, Supplier certifies that Supplier's signature provides written verification to the City that Supplier, pursuant to Chapter 2252, is not ineligible to enter into this agreement and will not become ineligible to receive payments under this agreement by doing business with Iran, Sudan, or a foreign terrorist organization.* Failure to meet or maintain the requirements under this provision will be considered a material breach.

ARTICLE XXVI

CERTIFICATE OF INTERESTED PARTIES ELECTRONIC FILING

In 2015, the Texas Legislature adopted House Bill 1295, which added section 2252.908 of the Government Code. The law states that the City may not enter into this contract unless the Contractor submits a disclosure of interested parties (Form 1295) to the City at the time the Contractor submits the signed contract. The Texas Ethics Commission has adopted rules requiring the business entity to file Form 1295 electronically with the Commission.

Contractor will be required to furnish a Certificate of Interest Parties before the contract is awarded, in accordance with Government Code 2252.908.

The contractor shall:

1. Log onto the State Ethics Commission Website at :
https://www.ethics.state.tx.us/whatsnew/elf_info_form1295.htm
2. Register utilizing the tutorial provided by the State
3. Print a copy of the completed Form 1295
4. Enter the Certificate Number on page 2 of this contract.
5. Complete and sign the Form 1295
6. Email the form to purchasing@cityofdenton.com with the contract number in the subject line. (EX: Contract 1234 – Form 1295)

The OWNER must acknowledge the receipt of the filed Form 1295 not later than the 30th day after Council award. Once a Form 1295 is acknowledged, it will be posted to the Texas Ethics Commission's website within seven business days.

ARTICLE XXVII
PROHIBITION AGAINST PERSONAL INTEREST IN CONTRACTS

No officer, employee, independent consultant, or elected official of the City who is involved in the development, evaluation, or decision-making process of the performance of any solicitation shall have a financial interest, direct or indirect, in the Contract resulting from that solicitation as defined in the City’s Ethic Ordinance 18-757 and in the City Charter chapter 2 article XI(Ethics). Any willful violation of this section shall constitute impropriety in office, and any officer or employee guilty thereof shall be subject to disciplinary action up to and including dismissal. Any violation of this provision, with the knowledge, expressed or implied, of the Contractor shall render the Contract voidable by the City. The Contractor shall complete and submit the City’s Conflict of Interest Questionnaire.

IN WITNESS HEREOF, the City of Denton, Texas has caused this Agreement to be executed by its duly authorized City Manager, and CONSULTANT has executed this Agreement through its duly authorized undersigned officer on this date 11/05/2019.

THIS AGREEMENT HAS BEEN
BOTH REVIEWED AND APPROVED
as to financial and operational
obligations and business terms.

CITY OF DENTON, TEXAS
“OWNER”

DocuSigned by:
Jessica Rogers Jessica Rogers
BEC1F77EC8B6483...
SIGNATURE PRINTED NAME
Director of Economic Development

DocuSigned by:
Todd Hileman
E776C711BA0D454...
TODD HILEMAN, CITY MANAGER

TITLE
Economic Development
DEPARTMENT

ATTEST:
CITY SECRETARY
BY: Rosa Rios
1C5CA8C5E175493...

APPROVED AS TO LEGAL FORM:
AARON LEAL, CITY ATTORNEY

TIPS STRATEGIES INC.
A TEXAS CORPORATION
“CONSULTANT”

BY: Mack Reinward
7F9D328BF0204E5...

DocuSigned by:
Tom Stellman
B876CDCCB72B436...
BY: TOM STELLMAN
ITS: CEO

2019-550162

TEXAS ETHICS COMMISSION
CERTIFICATE NUMBER

Exhibit A
File 7184 – Economic Development Strategic Plan
(on file in the purchasing office)



ECONOMIC DEVELOPMENT STRATEGIC PLAN

A PROPOSAL FOR THE CITY OF DENTON, TX
AUGUST 2019

Supplier Information

Company Name: TIP Strategies, Inc.

Contact Name:

Address: 2905 San Gabriel Street

Suite 309

Austin, TX 78705

Phone: 512-343-9113

Fax: 512-343-9190

Email: contact@tipstrategies.com

Supplier Notes

By submitting your response, you certify that you are authorized to represent and bind your company.

Tom Stellman, Found and CEO

Print Name



Signature

August 30, 2019

Crystal Westbrook
Buyer
City of Denton
901-B Texas Street
Denton, TX 76209

Dear Ms. Westbrook:

TIP Strategies is pleased to present our proposal for an economic development strategic plan for the City of Denton. Since 1995, we have completed more than 400 engagements in 38 states and 4 countries. Examples of our recent and current work include the preparation of a regional workforce strategy for the Tampa Bay region and an organizational strategy for The Right Place, the economic development organization serving the greater Grand Rapids area.

Our team is comprised of experts in nearly every aspect of community and economic development. We believe a comprehensive approach is necessary to ensure sustainable and publicly supported economic development, achieve economic growth, and create an entrepreneurial climate.

The TIP team is excited by the prospect of working with you. We appreciate the opportunity to present our firm and our team members, and we invite you to contact our references.

Please feel free to call me at 512.343.9113 if you have any questions concerning our submittal.

Sincerely,



Tom Stellman
CEO/Founder

TIP STRATEGIES, INC.

Headquarters
2905 San Gabriel Street
Suite 309
Austin, Texas 78705

Seattle-area office
14417 SE 16th Street
Bellevue, Washington 98007

All locations
PH 512.343.9113
FX 512.343.9190
www.tipstrategies.com



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SUMMARY

TIP Strategies, Inc. (TIP) is submitting this proposal to act as the consulting team for the preparation of an economic development strategic plan for Denton. Our team members are experienced in 1) leading economic development planning projects across the United States and internationally; 2) identifying appropriate target industries and designing effective marketing strategies to recruit them; 3) crafting talent retention, development, and attraction strategies; and 4) assisting with the implementation of economic development plans for cities, counties, regions, and states.

TIP is a privately held economic development consulting firm committed to providing innovative strategy solutions for public and private sector clients since 1995. With offices in Austin and Seattle, the firm's primary focus is economic development strategic planning at the local, regional, and state levels. Specific topics in which TIP has deep experience include workforce, entrepreneurship, target industries, and defense industries/communities. Our methods establish a clear vision for economic growth. Community leaders across the country have embraced the TIP model of Talent, Innovation, and Place to achieve successful and sustainable economies.

During more than two decades in business, we have worked with a range of clients to develop innovative, publicly supported economic development strategies. Our team members have produced numerous strategic economic assessments, economic base analyses, workforce analyses, and target sector analyses, all with input from the client and from stakeholders, community leaders, business owners, and residents. Representative projects include the following:

- Tampa Bay Partnership – *Employer-led Regional Workforce Initiative*
- South Texas Higher Education Authority – *Organizational Strategic Plan*
- State of Michigan / DTE Energy – *Workforce Research and Analysis*
- City of Fort Worth, TX – *Economic Development Strategic Plan*
- Capital Area Workforce Board (Austin, TX) – *Master Community Workforce Plan*
- Borderplex Alliance (El Paso, TX) – *Skills Assessment: Life Sciences, Advanced Mfg., Information Technology*
- South Carolina I-77 Alliance – *Regional Workforce Study* and county profiles
- Travis County, TX – *Economic Development Strategic Plan*
- Northwest Indiana Forum – *Economic Development Strategic Plan*
- Delaware Business Roundtable/State of Delaware – *Delaware Growth Agenda and Business Plan for Delaware Prosperity Partnership*
- Bismarck-Mandan Development Association, ND – *Target Industry Analysis*
- Savannah River Site Community Reuse Organization, SC – *Regional Workforce Study*
- Greater Green Bay Chamber, WI – *Economic Development Strategic Plan*
- Oregon Talent Council – *Oregon Talent Report*



Headquarters

2905 San Gabriel St, Suite 309
Austin, Texas 78705

Seattle-area office

14417 SE 16th Street
Bellevue, Washington 98007

All locations

PH 512.343.9113
FX 512.343.9190
www.tipstrategies.com

- Florida’s Great Northwest (with Haas Center at the University of West Florida) – *Northwest Florida Forward*
- Washington Dept. of Commerce – *Organization and Operations Plan for the Washington Military Alliance*
- Massachusetts Dev. Finance Authority (MassDevelopment) – *Defense Industry Economic Diversification Study*
- Greater Houston Partnership, TX – *Addressing Houston’s Middle Skills Job Challenge*
- Greater MSP (Minneapolis-St. Paul) – *Center Cities Economic Development Playbook*
- City of Fort Collins, CO – *Economic Health Strategic Plan and Regional Workforce Strategy*
- East Central MI Prosperity Region – *Centers of Excellence Action Strategy and Regional Prosperity Strategy*
- Asheville-Buncombe County, NC – *AVL 5x5 Vision 2020*
- Greater Fargo Moorhead Economic Development Corporation, ND – *Regional Workforce Strategy*
- Chester County, PA – *VISTA 2025: Chester County’s Economic Development Strategy*
- City of Las Vegas and Clark County, NV – *Comprehensive Economic Development Strategy (CEDs)*
- US Virgin Islands – *Targeted Competitive Industry Study*

Our Leadership

TIP’s principals are ideally suited to assist the City of Denton on this project.



TOM STELMAN
CEO/FOUNDER

Tom brings a wealth of experience working with communities and businesses. As developer of TIP’s model of Talent, Innovation, and Place, he has helped clients identify sustainable strategies to promote workforce and economic health.



TRACYE MCDANIEL
PRESIDENT

As a widely recognized strategist with experience in all facets of economic development and travel marketing, Tracye has earned a reputation for creating mutually beneficial partnerships across a broad spectrum of industries.



JON ROBERTS
MANAGING PARTNER

Jon is a nationally recognized leader in regional economic development. He has overseen projects throughout the US, as well as in Europe and Asia and is a frequent speaker for the International Economic Development Council.



JEFF MARCELL
PRINCIPAL

Jeff leads high-profile national consulting engagements and provides input from the practitioner’s point of view. Prior to joining the firm, he spent a decade leading the Economic Development Council of Seattle and King County.

Our principals are supported by a staff of analysts and consultants experienced in managing economic development projects similar in scope to the requested work. The TIP team also includes a network of associates and partners in a wide range of disciplines whose skills can be brought to bear on this project.

Our Advantage

Our team members have managed consulting engagements in a variety of settings. We have crafted innovative strategies for communities and regions from California to New York and from Alaska to Florida. As a result, our team is well qualified to serve as the contractor for this work.

- We have experience leading economic strategy work in the region.** TIP has a long history of successful planning projects in the Dallas-Fort Worth area, including work in Denton. Most recently, TIP led a team of consultants in the preparation of an economic development strategy for the City of Fort Worth. Released in December 2017, the plan provides an ambitious framework for the city to capitalize on its many advantages and dramatic growth through a more aggressive, innovative-driven approach to economic development. Our team has also drafted effective economic development strategies for Metroplex communities including the City of Arlington, the City of Waxahachie, the Town of Addison, and the City of Irving. Other work in the region includes preparing an economic development and tourism strategy for the City of Southlake, crafting strategies for McKinney to capitalize on specific “opportunity zones,” and creating marketing strategies for Sachse and Rowlett to leverage the expansion of the President George Bush Tollway. TIP was also part of a multi-disciplinary team led by Fregonese Associates that crafted Dallas’s first-ever comprehensive plan, *ForwardDallas*.

[TIP] worked collaboratively with our CEOs and stakeholders throughout Delaware to ensure that the end product – the Delaware Growth Agenda – was not only data-driven and substantive, but politically sensitive and respectful to the varied interests in our state. The result was a plan that was on time, on budget and on point.

*Bob Perkins, Exec. Director,
Delaware Business
Roundtable*

- We understand the importance of technology and innovation in creating a healthy economy.** Our locations in Austin and Seattle provide our team with first-hand experience in crafting strategies that leverage technology assets. Our work for OneRedmond provided the organizational framework for the newly formed entity to market the community to specific sectors, as well as to pursue opportunities in innovation and entrepreneurship. In Round Rock, Texas, our team members were instrumental in helping the community assemble higher education, medical, and other assets in support of the growth associated with Dell. Guided by the team's planning efforts, Round Rock has been successful in attracting Scott & White Hospital, a campus of Austin Community College, a multi-institutional higher education center (anchored by Texas State University), a regional clinical campus of the Texas A&M Health Science Center’s College of Medicine, and the St. David's School of Nursing.
- We have worked extensively with stakeholder groups.** Our planning projects are typically guided by leadership teams from multiple areas of interest, including private business, economic development, higher education, and workforce. As a result, we have extensive experience balancing competing interests and identifying shared goals. During our work for the Greater Houston Partnership, our team guided the Regional Workforce Development Task Force in the preparation of a 10-county regional workforce strategy focused on the demand for and supply of middle skills jobs. The task force engaged high-level executives from the

region's largest employers, including JP Morgan Chase, ExxonMobil, and AT&T, as well as professionals representing a wide array of public and nonprofit organizations. We also have direct experience facilitating focus groups and public input sessions. As part of a visioning process for the North Iowa Corridor Economic Development Corporation, we conducted an extensive outreach process which was credited with catalyzing positive change in the region before the plan was even finalized. These changes included influencing key transitions in the city's elected leadership and the public approval of bond initiatives critical to the region's future growth.

❶ **We have a strong portfolio of talent projects focused on specific sectors and employer needs.**

We have a deep understanding of workforce development and approach our projects from the employer's perspective. Our team recently completed a communitywide plan for the Capital Area Workforce Board (which serves the Austin area) to create a demand-driven system for addressing middle skills gaps beginning with three of the region's key economic drivers: healthcare, information technology (IT), and skilled trades. Other current projects with a sector-specific approach include a statewide talent strategy for the Oregon Talent Council (which focuses on the state's strengths in bioscience, IT, advanced manufacturing, healthcare, and energy), and a skills gap assessment for jobs in the life sciences and advanced manufacturing industries in the El Paso area. The middle-skills strategy we prepared for the Greater Houston Partnership was a direct response to employers facing worker shortages along the Gulf Coast due to the region's rapid expansion and the unprecedented level of new facilities slated for the region. Other examples of talent strategies focused on specific industry sectors include an analysis of nuclear, manufacturing, cybersecurity, and medical opportunities for SRSCRO, the organization responsible for economic development in the five-county region surrounding the US Department of Energy's Savannah River nuclear site, and deep dives into three priority sectors (healthcare, manufacturing, and IT) for the greater Fargo-Moorhead region in North Dakota.

We've very much enjoyed working with [TIP] throughout this entire process. From the discovery work to site visits to this week's presentation, you've been every bit as good as advertised.

*Brian Ritter, CECD
President/CEO, Bismarck-Mandan Development Assoc.*

❷ **We view postsecondary education and training providers as partners in regional competitiveness.**

Our consulting team has experience working with communities to determine the best way to leverage their postsecondary education institutions for economic development. Partnerships with universities and colleges in research, development, and applied technology can often be the key to remaining competitive in the global marketplace. Higher education institutions also play a major role in talent attraction and retention. We have worked with a number of colleges and universities—such as the IC² Institute at the University of Texas at Austin; Cornell University; the University of Western Florida; Carleton and St. Olaf Colleges (Northfield, MN); Southern Illinois University-Carbondale; the University of Wisconsin-Parkside; the University of North Texas; Texas A&M University-Commerce; and Lamar University—both as partners and as stakeholders. As a result, we understand that institutions of higher learning are assets that provide significant opportunities for future growth.

❶ **We understand the factors that drive private investment.** Our team members have spent decades helping communities and regions across the country identify and attract well-suited target industries. Our approach recognizes that site location decisions consider a range of factors, including the available workforce, the presence of well-prepared industrial sites, a climate that fosters innovation, and a quality of place that will support the retention and recruitment of talent. In addition to our consulting work, we have direct business recruitment experience. At the Economic Development Council of Seattle and King County, TIP principal Jeff Marcell spent a decade leading the organization's efforts to recruit, retain and expand globally recognized companies like Boeing, Google, American Family Insurance, Booking.com, and many others in the Seattle region. TIP also managed the Invest in Texas Alliance, a consortium of Texas economic development organizations and professional service firms interested in helping companies do business in the state. Through the Alliance, TIP marketed directly to target industries in the US and abroad resulting in 15 new locations in Texas, representing over \$3 billion in potential investment.

From the outset, TIP delivered on the promise of their proposal and their interview. They helped us understand national trends and how they could impact our efforts... Most importantly, they exhibited a skillful balance of moving us in the right direction without attempting to "tell us what was good for us."

*David N. Sciocchetti
Project Lead, VISTA 2025
Project, Chester County (PA)
Economic Devt. Council*

In short, our team has the analytical capacity, corporate experience, and planning expertise to assist the City in evaluating Denton's competitive position, identifying its opportunities, and recommending innovative and cost-effective solutions to its challenges. We are excited about the prospect of working on this project and are available to begin work immediately upon agreement of terms.

SCOPE OF WORK

Our team has an established process for conducting economic development strategy work. Our Theory Into Practice (TIP) planning model combines analytical tools with the latest thinking in economic development, workforce training, and community-based principles to create innovative and publicly supported strategies. In our years of leading consulting projects across the country, this three-phase approach—Discovery, Opportunity, and Implementation—has proven flexible enough to address the variety of challenges our clients face.

THEORY INTO PRACTICE PLANNING MODEL

Our Theory Into Practice (TIP) planning model combines analytical tools with our team’s understanding of demographic, economic, and cultural trends.



As requested, we have presented the scope of work in two components: 1) a review of the existing partnership between the City of Denton and the Denton Chamber of Commerce; and 2) the preparation of a comprehensive strategy for economic development, including an actionable work plan. Separate pricing is provided for each component in the Budget section (beginning on page 20).

Component I. Partnership Review

TIP will work with the City and the Chamber to conduct a review of the existing and draft partnership agreement. This review will focus on ensuring the agreement is structured in accordance with best practices in work plans and will consider how new metrics might be incorporated. However, discussions of work plans and metrics in this component would be conceptual, since these elements would be directly influenced by the strategic plan that would be developed in the second component of this work.

Component II. Economic Development Strategic Plan

We will use our three-phase model to examine Denton’s position in the region, identify opportunities for growth, and provide a roadmap to guide its long-term economic development efforts

1. Discovery

Where are we now? How do we compare with our peers and competitors?

1.1 Project kickoff | The kickoff meeting provides the opportunity to discuss objectives, define success factors, and review the team’s expectations for the engagement. The meeting can be conducted virtually or in person, depending on the specifics of the project.

1.2 Planning context | To provide context for our work and ensure our team builds on existing knowledge, we work closely with our clients to complete the following essential tasks during the Discovery phase:

- **Policy framework.** We begin with a review of internal and external reports identified by the client team that are relevant to this work. Insights gained from this step regarding what has worked in prior planning efforts—and what has not—will help shape our recommendations in the Implementation phase. This step would build on the insights gained from the first component of the requested scope of work.
- **Competitiveness.** Our analysts will prepare a targeted assessment of factors that define the area’s overall competitiveness and are of greatest concern to economic decision makers. Our analysis will be tailored to meet project objectives and to take advantage of available data resources. For this work, our team will focus on understanding how Denton compares to similar communities, including their competitive position and existing tax base.

1.3 Stakeholder feedback | We will use a combination of roundtables and interviews to understand the vision and goals of key stakeholders. Roundtables are designed to encourage productive discussions around a targeted set of topics and are the linchpin of our stakeholder input process. They are typically conducted with major employers, elected officials, human resources specialists, real estate professionals, and other experts to gather information about trends, barriers, opportunities, and assets that will help shape our recommendations. For a select group of stakeholders, we conduct one-on-one or small group interviews.

1.4 Competitive position | Findings from the Discovery phase form the basis for understanding Denton’s competitive position. In addition to considering strengths, weaknesses, opportunities, and threats, this analysis highlights factors that differentiate the area from others in the marketplace. The results of this task will reveal potential opportunities, highlight strategic growth areas, and drive our work in subsequent phases of the planning process.

2. Opportunity

What opportunities are open to us and which are likely to have the greatest potential for success?

2.1 Strategic direction | Working closely with the client, we will ensure the community’s vision for economic development aligns with the strategic direction that emerges from the Discovery phase. This step will provide a framework that points to recommended actions and establishes priorities among available alternatives.

2.2 Strategic growth areas | Strategic growth areas can include traditional sectors that can be defined using the existing industry classification systems, as well as emerging activities and technologies that do not align neatly with these structures. This more flexible terminology enables “targeting” efforts to encompass strategic projects that can support multiple areas of activity and enhance innovation and entrepreneurship. This task will include an analysis of quantitative data for those growth areas that align with industry (NAICS) and occupational (SOC) classification systems, as well as a review of the assets that could support emerging sectors and opportunities. Potential growth areas are validated and clarified by input from major employers, industry experts, and local and regional partners. This qualitative approach serves as a “reality check” while allowing us to identify areas that may not be revealed in the data analysis and pose questions for additional research.

2.3 Best practices | TIP will identify national best practices in economic development that may be a fit for the City. Over more than two decades, TIP has developed and helped implement successful strategies for economic development organizations across the country. We draw heavily on this direct experience to identify what works, and just as importantly, what doesn't work when evaluating alternatives. We also have a large network of contacts that includes former clients, city officials, developers, and planning and design firms that allows us to continue to build on our understanding of how to best address specific challenges faced by our clients.

2.4 Opportunities analysis & workshop | This phase culminates with a workshop designed to engage regional leaders in a focused discussion of strategic growth areas and potential strategies. Throughout the process, our team will consider a broad range of traditional and non-traditional opportunities arising from demographic shifts, changing consumer behaviors, large-scale government policy, changing resource availability, as well as local and regional assets. The value TIP adds in such strategy sessions is an understanding of how trends and assets translate into opportunities for our clients.

3. Implementation

What steps, tools, and resources will be required for success?

3.1 Strategic plan | Using findings from prior phases, coupled with the experience of the consulting team, TIP will prepare a strategic plan. In addition to outlining specific goals and strategies, the plan will highlight key findings from assessment, target sector analysis, and stakeholder input. Together with the implementation matrix (see Task 3.2), the resulting document will provide Denton with the specific recommendations and tools needed to implement a long-term economic strategy.

3.2 Implementation matrix & workshop | Although it is often overlooked, a strong implementation strategy can be the key to bringing a plan to fruition. TIP will prepare an implementation matrix that accomplishes the following:

- Outlines specific actions to support the recommended strategies
- Identifies responsible parties and potential partnership opportunities
- Establishes timelines and sets priorities
- Includes budget estimates (where applicable) and identifies potential funding sources
- Defines meaningful and realistic performance metrics

3.3 Final report & presentation | In addition to finalizing all deliverables, this phase will include a public "rollout" of the plan. In our experience, this step is critical to broad acceptance of the strategies. We will work closely with the client team to design a rollout that fits the needs of the project. Potential approaches to this task would include informing area residents of the highlights of the plan through a press release; distributing an executive summary to a wide range of stakeholders; or holding a more public event, such as a press conference or a presentation to stakeholders at a luncheon or during an economic summit.

Schedule

The timeline below follows the *time periods* established by the RFP for each component: four to six weeks for the partnership review (Component 1) and four to six months for the preparation of the economic development strategic plan (Component 2). As shown, however, these time ranges would not align with indicated *due dates*, even with an early September award date and if the components are assumed to run concurrently rather than consecutively.

Accommodating the more aggressive timeline suggested by the indicated due dates for final deliverables—September 24, 2019, for Component 1 and January 31, 2020, for Component 2—will require clear communication of objectives, an efficient stakeholder engagement process, and timely review of draft deliverables. We are confident, however, that this schedule can be met.

PHASE/TASK	2019/2020					
	Sep	Oct	Nov	Dec	Jan	Feb
Component 1: Partnership Review	●————●					
Component 2: Economic Development Strategic Plan						
Project Kickoff	●					
Discovery	●————●					
Opportunity	●————●					
Implementation	●————●					
Final Presentation	●					

PROJECT TEAM

At TIP, the work of our consulting team is conducted under the direct supervision of a senior member of the firm. The principal-in-charge is actively involved in every phase and serves as the primary point of contact. In this capacity, he or she participates in the scoping of the project and provides technical and strategic input during each phase.

The principal-in-charge receives input from other senior members of our staff who serve as strategic advisors to the work. In this capacity, they participate in the scoping of the project and contribute their expertise on a range of topics from innovation and competitiveness to global business marketing and organizational management.

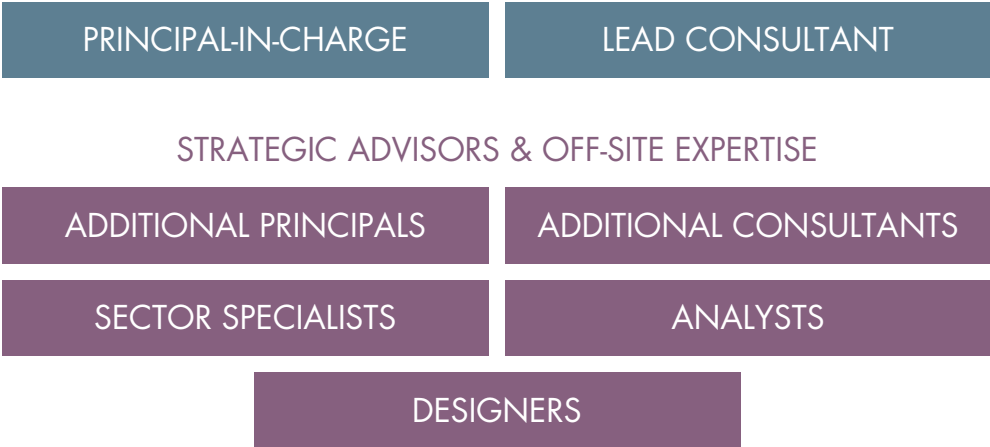
In addition to a principal, a lead consultant is assigned to manage each engagement and is responsible for day-to-day client communication, directing project research, and report writing. The lead consultant is typically assisted in these duties by one or more consultants. Each of our consultants has multiple years of experience managing client engagements. The principal-in-charge and lead consultant are assisted by a team of analysts, who have extensive experience working with large data sets and preparing thought-provoking and engaging analyses, and design professionals.

The organizational chart below illustrates the typical staffing for our engagements. Beyond the immediate project team, our process includes regular brainstorming sessions that involve the entire firm. At these meetings, project managers present their findings for peer review. We believe our clients benefit from this approach, which engages the full brainpower and expertise of our team in addressing their challenges.

Both the document and the process that you guided us through will serve us well for years to come and provide much needed vitality to our local economy.

*Jim Rives, President,
Maricopa Economic Development Alliance*

ON-SITE TEAM



Team Qualifications



Subject matter expertise on workforce, international business development, and military communities.

TOM STELLMAN, CEO/Founder

Tom brings a wealth of experience working with communities and businesses. As developer of TIP’s model of Talent, Innovation, and Place, he has helped clients identify sustainable strategies to promote workforce and economic health. Prior to founding TIP, Tom served as director of international business development and marketing for the State of Texas, where he assisted Texas companies looking to expand and locate in international markets. Over the last decade, Tom has concentrated on leading our workforce projects. Tom’s recent work includes facilitating an 80-member task force for the Greater Houston Partnership. The task force engaged high-level executives from Houston’s largest employers, including JP Morgan Chase, ExxonMobil, and AT&T, to address workforce challenges across a 10-county region. Other major projects include the preparation of a defense industry adjustment strategy for the State of Massachusetts and the preparation of a collaborative framework for addressing workforce challenges in the Austin area. Tom received a Bachelor of Arts in Government from the University of Texas at Austin.



Subject matter expertise on engagement, marketing, and competitiveness.

TRACYE MCDANIEL, President

Tracye is a recognized trailblazer in the economic development and travel marketing industry. She has been a trusted advisor to CEOs, nonprofits, public organizations and private enterprises for more than three decades. As a widely recognized strategist with C-Suite level experience in all facets of the industry, Tracye has earned a reputation of creating mutually beneficial strategic partnerships across a broad spectrum of industries. Prior to joining TIP, Tracye founded McDaniel Strategy Ecosystems and served as president and CEO for two separate state-level marketing and lead-generation organizations: first in New Jersey (where she was appointed by then newly elected New Jersey governor, Chris Christie, and business leaders to serve as the founding CEO of Choose New Jersey) and later in Texas (where she headed up the Texas Economic Development Corporation). Her expertise in international business development and marketing spans more than 50 countries. Tracye also served as executive vice president and COO of the Greater Houston Partnership where she teamed with business leaders to raise more than \$32 million and to devise and execute Opportunity Houston, the organization’s successful economic development global marketing and lead generation initiative. She holds a Bachelor of Science in Communications from the University of Texas at Austin.



Subject matter expertise on innovation and entrepreneurship.

JON ROBERTS, Principal/Managing Director

Jon has been a principal and managing partner at TIP Strategies since 2000. He helped transition the company from its Texas-based site selection practice to a national strategy firm. His portfolio includes planning work from New York to California, with significant regional projects in the Mississippi Delta, Seattle's Puget Sound, and in the Great Lakes area. Prior to joining TIP, Jon was the Director of Business Development first for the State of Washington and then under Governor Ann Richards for the State of Texas. During the transition to Governor Bush's tenure he helped restructure the state's economic development organization and then co-authored the new strategic plan for the State of Texas. Jon also has deep ties to the state of Oregon. He was vice-president with the Oregon Technology Fund and was the lead investor for the Hood River Brewing Company (Full Sail), which continues to hold a prominent place in the craft brewing industry. He also managed two start-up technology companies: Fiberlite Composites and LifePort Inc. LifePort was subsequently acquired by Sikorsky. Jon has served on the boards of several start-up technology companies and on state task forces and gubernatorial committees. He has lectured in business at the University of Washington, the University of Texas, and was on the faculty at Marylhurst College in Portland, Oregon. Jon was also the founder of a mountain bike company in Portland, Oregon: the Fat Tire Farm, which now operates multiple retail outlets. Born and raised in Germany, Mr. Roberts has traveled extensively throughout Europe and Asia. He received his BA and MA degrees from the University of Hawaii and did post-graduate work at the University of Oregon. He resides in Austin but spends his summer in Bend, Oregon.



Subject expertise in public-private partnerships, organizational management, and aerospace and defense.

JEFF MARCELL, Principal

Jeff leads high-profile national consulting engagements and provides input from the practitioner's point of view. Jeff's recent work includes facilitating the Governor of Delaware's Economic Development Taskforce that established a new public/private partnership for economic development in the state. He followed that work with the creation of a program and operations plan for Delaware's new multi-million-dollar statewide economic development organization. Other major projects include preparing a defense industry adjustment strategy for the State of Washington; crafting the Center Cities Economic Development Playbook, an urban economic development strategic plan for Minneapolis-Saint-Paul; and providing strategic guidance for the City of Detroit's proposal to a large-scale business recruitment target. Jeff has led rural economic development strategic planning for clients in Washington (Klickitat County and Lewis County), Iowa (the Mason City/Clear Lake Iowa region), and Michigan (an eight-county region that includes Saginaw) and has designed economic development programs for city departments including Corning, New York; Auburn, Washington; and Shelton, Washington. Prior to joining TIP, he was with the Economic Development Council of Seattle and King County for a decade, first as the organization's executive vice president and COO and then serving five years as the president and CEO. During this time, he was active in

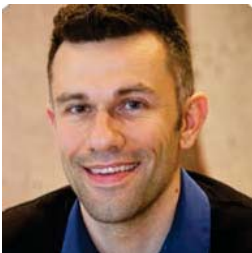
statewide and regional organizations, including serving as an executive committee member of the Workforce Development Council of Seattle and King County. His experience with the workforce council and a variety of industry trade associations, coupled with his experience recruiting companies to the state, gives him important insights into the requirements of firms in a variety of industries. Jeff holds a law degree from the South Texas College of Law and a BA in Political Science from the University of Illinois at Chicago.



Subject matter expertise in public-private partnerships, organizational management and military and defense industry trends.

ALEX COOKE, Vice President, Consulting

Since joining TIP in 1997, Alex has managed economic strategy projects and produced marketing plans, economic base analyses, and target industry analyses in more than 20 states and territories—extending from Alaska to the US Virgin Islands. Alex’s recent projects include large regional planning projects in Northeast Wisconsin (five counties) and Northwest Florida (13 counties). Alex has also recently played a key role in helping the State of Delaware to establish a new public-private partnership (P3) to lead the state’s economic development efforts. Alex’s work in Delaware involved articulating the need for a new P3 on behalf of the Delaware Business Roundtable, drafting the recommendations to inform the legislation creating the Delaware Prosperity Partnership, and developing the operations plan to get the new entity up and running. Alex’s other professional experience includes working as a management consultant with MGT of America and as Director of Research and Grants for the International Business Education Program at Texas Tech University’s Rawls College of Business. He is a member of the Association of Defense Communities and closely tracks the aerospace and defense sector. Alex holds a Master of Public Affairs from the LBJ School of Public Affairs at University of Texas at Austin and a Bachelor of Arts from Texas Tech University.



Subject matter expertise in urban revitalization and young professionals.

JOHN KARRAS, Senior Consultant

John has devoted his career to the bold idea that every community has the potential to become a more vibrant place. At TIP, John channels his energies to empower economic development professionals and civic leaders with the knowledge and tools needed to make their communities more vibrant. He has spent more than a decade working with thousands of community and business leaders who shared their insights and contributed to the strategic growth of big cities, suburbs, and rural communities. In addition to his national strategic consulting portfolio, John has built a reputation as a leading thinker on urban revitalization trends and their impact on economic development. He founded urbanSCALE.com in 2013, which introduced the first comprehensive measure of how urban a city is on a scale of 1 to 10. Opinion pieces and research from urbanSCALE have been featured in Planetizen, Outside Magazine’s annual “Best Places to Live” feature, and dozens of local media outlets around the US. John lives in Austin, Texas with his wife and son, where he lives out his obsession of finding and tasting the world’s best tacos and barbeque.



Subject matter expertise in planning and land use.

JENNIFER TODD, Consultant

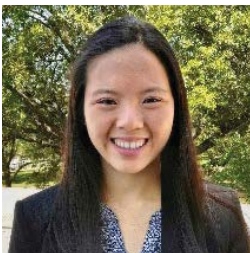
Jennifer has over a decade of experience contributing to transformational work in strategic planning, implementation, and partnership building with a focus on economic development, organizational strategy, urban planning, sustainability, and communications. She has experience with long- and short-term project management in the public and private sector, successfully collaborating with businesses, residents, elected leaders, governmental agencies, and other community organizations to achieve community and organizational goals. Her work has included projects at a variety of scales, from local corridor and neighborhood initiatives to citywide and regional strategies for economic development, land use, and sustainability. Jenn holds a Master of Science in Community and Regional Planning from the University of Texas at Austin and a Bachelor of Arts in History and a Bachelor of Business Administration, with a major in Management, from the University of Georgia.



Subject matter expertise in business recruitment.

ELIZABETH SCOTT, Consultant

Elizabeth has experience managing a wide range of projects including business recruitment and retention, economic and workforce development strategy, socioeconomic impact studies, and land use studies. She works closely with community, business, and academic leaders to develop comprehensive strategies that improve economic vitality and quality of life. Elizabeth's current client engagements include preparing regional strategies for the Tampa Hillsborough Economic Development Corporation and the Association of Central Oklahoma Governments. Prior to joining TIP, she spent seven years working in regional economic development, specializing in business recruitment and retention strategy. In addition to her economic development expertise, she has over ten years of combined experience in research and data analysis, project management, and business development. She received a Master of Natural Resources from Virginia Tech and a Bachelor of Arts in History and Sociology from the University of Tampa.



Subject matter expertise in policy and philanthropic sector strategies.

JACLYN LE, Consultant

Jaclyn Le has led large-scale, mission-driven initiatives across the public, private, and social sectors. She has experience managing a wide range of projects focused on the public K-12 and higher education systems, talent strategies, philanthropic grantmaking, impact investing, and public policy analysis and advocacy. Prior to joining TIP, Jaclyn designed strategic initiatives in the philanthropic sector at the local, state, and national levels. She specializes in facilitating cross-sector collaboration, building strategic partnerships, and developing evidenced-based programs and policies. Jaclyn has extensive experience working with community leaders, policymakers, business leaders, academic researchers, and more. Jaclyn received a Master of Business Administration from the McCombs School of Business and a Master of Public Affairs at the LBJ School of Public Affairs at the University of Texas at Austin. She has a Bachelor of Arts in Political Science with Honors in Education and University Distinction from Stanford University.



Subject matter expertise in urban economic analysis, property markets, and infrastructure.

BRENT MCELREATH, Managing Director, Analytics

Brent McElreath, AICP, will serve in an advisory role for this work, consulting as needed with the principal-in-charge on strategy and the project manager on analysis. Brent has more than 25 years of experience in comparative urban economic analysis of US and international cities. He has managed research teams in both the public and private sectors and has extensive work experience in real estate and infrastructure markets, with a focus on economic and demographic drivers. Brent is an AICP-certified planner and a long-time member of the American Planning Association. He received a Master of Community and Regional Planning and Bachelor of Business Administration in Finance from the University of Texas at Austin.



Subject matter expertise in survey research and data analysis.

KAREN BEARD, Senior Analyst

Karen has over 25 years of experience as a researcher in the public and private sector. Since joining TIP in 2000, she has managed a variety of consulting engagements, with an emphasis on workforce. Relevant projects include the preparation of a talent-focused strategy for the Wired65 Region of northern Kentucky (Louisville area) and a labor market assessment for Clarksville-Montgomery County, Tennessee (Fort Campbell). The latter included an update of the Veteran's Inventory, a mechanism for assessing post-military plans of Fort Campbell personnel separating from service. She has a background in survey research and has taught the data analysis component of the Texas Basic Economic Development Course since 2006. Karen received a Master of Community and Regional Planning and Bachelor of Arts in Sociology from the University of Texas at Austin.



Subject matter expertise in modeling and data analysis.

EVAN JOHNSTON, Analyst

Evan specializes in regional labor market analysis and data manipulation. His research experience includes the IC² Institute and the McCombs School of Business at the University of Texas at Austin where he contributed to focused research on a variety of topics including gender diversity in high-tech employment growth; minority entrepreneurship; and a Kauffman Foundation-funded project to study the emergence of Austin's entrepreneurial ecosystem. Evan holds a Bachelor of Arts in Economics and Psychology and a Bachelor of Science in Mathematics from the University of Texas at Austin. In addition, he has completed certificates in applied statistical modeling, computer science, and business. At TIP, he manipulates data, researches policy, and conducts data-driven analysis.

EXPERIENCE

The following brief descriptions provide an overview of recent and relevant work, including references who can speak to the quality of our work. In addition, a list of links to samples of our deliverables is provided on page 18.



FORT WORTH, TX ECONOMIC DEVELOPMENT STRATEGIC PLAN

CHALLENGE

Between 2000-2017, Fort Worth was one of the fastest-growing large cities in the US. The city has cultivated a unique identity and brand that combines rich cultural heritage with an economy driven by industry-leading employers. However, Fort Worth's success has been achieved without a comprehensive, citywide approach for economic development. Without a focused business development effort, residential development has dominated Fort Worth's recent growth. As a result, other communities in the Dallas-Fort Worth metro area are realizing high-profile business expansion projects that elude Fort Worth.

RESPONSE

The City of Fort Worth engaged TIP Strategies to create its first ever economic development strategic plan, aimed at enhancing the city's status in the region and nation over the next five years and beyond. First, TIP analyzed the city's economic competitiveness, workforce and industry opportunities, land use, real estate, fiscal landscape, and entrepreneurial ecosystem. Then, Fort Worth was benchmarked against regional, national, and international peers to evaluate its relative advantages. The resulting actionable strategies addressed how to channel future development into specific districts, generate higher income levels and capital investment, strengthen the local tax base, and support a more attractive environment for companies and skilled workers. With input from the business community and local stakeholders, the Economic Development Strategic Plan was positioned to purposefully guide the City's economic development activities.

REFERENCE

Brenda Hicks-Sorensen, CEcD, Assistant Director, Economic Development Dept. | City of Fort Worth, 200 Texas St., Fort Worth, TX 76102 | PH 817.870.0154 | brenda.hicks-sorensen@fortworthtexas.gov

DELIVERABLE

Economic Development Plan, City of Fort Worth (3 volumes) | December 2017
fortworthtexas.gov/edplan/



PASADENA ECONOMIC DEVELOPMENT CORPORATION (TX) ECONOMIC DEVELOPMENT STRATEGIC PLAN

CHALLENGE

Pasadena's image as a community comprised of "smokestack industries" is no longer reflective of its wealth of assets or economic potential. As the second largest city in one of the nation's largest metropolitan areas (Houston), Pasadena is positioned to compete nationally and internationally for business and talent. The city's advantages include major corporate operations representing dozens of countries; a diverse population; a central location within the Greater Houston area (only 15 minutes from downtown Houston and from Houston Hobby Airport); and world-class infrastructure, including the Port of Houston. Despite these advantages, Pasadena lags regional competitors in key economic indicators, such as housing development, labor force growth, and amenities that attract and retain young people. In addition, the city is largely built out and has a limited set of tools to shape future growth.

RESPONSE

In response to these challenges, the Pasadena Economic Development Corporation (EDC) engaged TIP Strategies, an Austin-based economic development consulting firm, to create a 10-year road map to guide Pasadena's growth. The resulting plan included a set of goals and strategies designed to generate new private sector investment, business growth, job creation, and a growing local tax base for the city. The plan focused primarily on the core functions where the EDC holds the greatest potential to affect positive change, starting with the traditional areas of marketing, business retention and expansion, and domestic/international business recruitment. Collectively, the six goals added up to a much more aggressive and diverse approach to economic development. Two catalyst projects—redevelopment of Pasadena Town Square mall and mixed-use development of the 300-acre Pasadena Convention Center district—provide the community with specific real estate opportunities where future growth could be channeled. By embracing the recommendations detailed in the plan, Pasadena has the opportunity to raise its profile within Greater Houston and establish itself as one of the nation's leading destinations for new investment, employment, and business creation.

REFERENCE

Carlos Guzman, CEcD, EDFP, Executive Director | Pasadena City Hall, 1149 Ellsworth Dr., Pasadena, TX 77506 | PH 713.920.7910 | cguzman@pasadenaedc.com

Image Credit: Courtesy of Pasadena Economic Development Corporation.

Work Samples

The following examples of TIP's work have been made available online by our clients.

- Greater Wausau Region Economic Development Strategic Plan, Greater Wausau Chamber of Commerce** | March 2019
http://chambermaster.blob.core.windows.net/userfiles/UserFiles/chambers/2119/CMS/pdf_forms/2019-03-13-Wausau-Master-Doc-FINAL-DRAFT.pdf
- Comprehensive, Countywide Economic Development Strategy, Travis County, TX (Austin)** | February 2019 (pending final approval)
www.traviscountytx.gov/images/planning_budget/Docs/srp/tc-comp-econ-dev-strat.pdf
- Tampa Bay Works: An Employer-Led Regional Workforce Initiative** | January 2019
https://www.tampabay.org/sites/default/files/inline-files/Tampa%20Bay%20Works%20Regional%20Workforce%20Initiative_01.07.18.pdf
- Assessment of Middle and Advanced Skills: Information Technology, Borderplex Alliance (El Paso area)** | November 2018
<https://www.borderplexjobs.com/files/html/2018-12-20%20Borderplex%20IT%20Workforce%20Assessment%20FINAL%20%281%29%201.7.19.pdf>
- Ignite the Region: Northwest Indiana's Strategy for Economic Transformation, Northwest Indiana Forum** | September 2018
<https://www.nwiforum.org/economic-initiative>
- Cluster Target Industry Study, I-68 Regional Economic Partnership (WV/MD)** | June 2018
<http://www.gcedonline.com/resources/gced/pdf/2018-06-27-I-68-Target-Industry-Analysis-FINAL.pdf>
- Regional Prosperity Strategy, Vision North Iowa** | April 2018
<https://www.visionnorthiowa.com/>
- Driving the Future (Interstate-41 Corridor Initiative), East Central Wisconsin Regional Planning Commission** | February 2018
<http://www.ecwrpc.org/wp-content/uploads/2017/03/2018-03-05-I-41-Corridor-Regional-Strategy-FINAL.pdf>
- Economic Development Plan, City of Fort Worth** (3 volumes) | December 2017
<http://fortworthtexas.gov/edplan/>
- Assessment of Middle and Advanced Skills: Life Sciences and Advanced Manufacturing, Borderplex Alliance (El Paso area)** | November 2017
http://www.borderplexjobs.com/files/html/Borderplex_Workforce_Assessment2017.pdf
- Economic Impact and Workforce Transition Study, Savannah River Site Community Reuse Organization** | Aug 2017
<https://www.srscro.org/wp-content/uploads/2017/08/2017-08-21-SRS-Consequences-Analysis-FINAL.pdf>
<https://www.srscro.org/wp-content/uploads/2017/08/2017-08-15-SRS-Overview-Brochure-FINAL.pdf>
- Economic Development Strategic Plan, Greater Green Bay Chamber** | May 2017
<https://www.greatergb.org/media/1896/2017-05-08-greater-gb-strategic-plan-final-short.pdf>

- 
Master Community Workforce Plan, Capital Area WF Board (Austin, TX) | May 2017
<http://www.wfscapitalarea.com/MasterCommunityWorkforcePlan.aspx#95992-master-community-workforce-plan>
- 
Florida's Great Northwest, Northwest Florida Forward (with Haas Center for Business Research and Economic Development at the University of West Florida) | February 2017
<http://www.northwestfloridaforward.com/page/strategy>
- 
Talent 2.0: Regional Workforce Strategy, Fort Collins, CO | February 2017
<https://fortcollinschamber.com/program/talent-2-0-2017/>
- 
Economic Development Strategic Plan, City of Irving, TX | January 2017
http://issuu.com/cityofirving/docs/irving_ed_strategic_plan?e=11107043/49035980
- 
Ten-Year Economic Development Strategic Plan, Auburn, WA | November 2016
https://www.auburnwa.gov/UserFiles/Servers/Server_11470554/File/City%20Hall/Economic%20Development/Economic_Development_Strategic_Plan.pdf
- 
A Plan for Economic Prosperity, Montgomery County, MD | November 2016
<https://www.montgomerycountymd.gov/ep/comprehensiveES.html>
- 
Delaware Growth Agenda, Delaware Business Roundtable | July 2016
<http://www.dbrt.org/delaware-growth-agenda>
- 
Regional Economic Growth Strategy, West Kentucky Workforce Board | June 2016
<http://www.westkentuckyfuture.org/s/2016-11-30-West-KY-Future-Plan-FINAL.pdf>
- 
Delta Regional Authority, Regional Development Plan III | April 2016
http://dra.gov/images/uploads/content_files/DRA_RDP3-FINAL_APRIL2016.pdf
- 
Center of Excellence Action Strategy, East Central MI Prosperity Region | January 2016
http://www.emcog.org/rpi_excellence.asp
- 
AVL 5x5 Vision 2020 Economic Development Strategic Plan, Asheville-Buncombe County Economic Development Coalition | December 2015
https://www.ashevillechamber.org/wp-content/uploads/2018/01/EDC_AVL_5x5_Vision_2020.pdf
- 
Regional Workforce Study, Savannah River Site Community Reuse Org. | April 2015
<http://www.srscro.org/wp-content/uploads/2015/04/2015-04-22-SRS-Regional-Workforce-Study-FINAL.pdf>
<http://www.srscro.org/wp-content/uploads/2015/04/2015-04-16-SRS-Executive-Summary-for-web.pdf>
- 
Regional Prosperity Plan and Economic Performance Dashboards, East Central Michigan Prosperity Region | December 2014
http://www.emcog.org/rpi_plan.asp
http://www.emcog.org/rpi_dashboard.asp
- 
Targeted Competitive Industry Study, US Virgin Islands | December 2014
<http://www.usviber.org/wp-content/uploads/2017/03/TIS-2014.pdf>
- 
Strategic Plan, Lubbock Economic Development Alliance (TX) | November 2014
<http://lubbockeda.org/Lubbock/media/Lubbock/Secondary/2014-11-11-LEDA-Executive-Summary-FINAL.pdf>
<http://lubbockeda.org/Lubbock/media/Lubbock/Secondary/2015-03-05-LEDA-Strategic-Plan-FINAL.pdf>
- 
VISTA 2025 Chester County's (PA) Economic Development Strategy | October 2014
<http://pa-chestercounty.civicplus.com/DocumentCenter/View/20778>

PRICING

As requested, TIP has provided separate pricing for each component of the scope of work. However, the pricing shown is contingent upon TIP being contracted to perform both components. Fees are exclusive of expenses, which are estimated below.

Fees

The following breakdown is an estimate and is intended to reflect anticipated level of effort across a range of personnel and rates. Adjustments may be made between phases to reflect changing priorities and assignments over the course of the engagement.

COMPONENT & PHASE	HOURS	FEE
Component 1: Partnership Review	80	\$14,000
Component 2: Economic Development Strategic Plan		
Phase One: Discovery	280	\$43,300
Phase Two: Opportunity	265	\$41,025
Phase Three: Implementation	265	\$40,675
TOTAL	890	\$139,000

Expenses

Expenses are subject to approval and are billed at cost. They include custom data purchases (if any) and travel and lodging associated with conducting this work. Travel costs represent an estimate based on the number of trips indicated and may assume varying levels of staffing, travel days, etc. The timing and number of trips would be discussed as part of the development of a project work plan.

ESTIMATED EXPENSES		
Travel Expenses (assumes 5 trips)	Per Unit Cost	Total
Airfare	\$350	\$3,500
Parking	\$20	\$600
Car rental	\$75	\$1,125
Meals & incidentals	\$50	\$1,500
Lodging	\$150	\$3,000
	<i>Subtotal travel expenses</i>	\$9,772
Other Expenses (e.g., custom data purchases, graphics/images)		\$150
Total Estimated Expenses		\$9,922

Note: The stated fee includes the cost of printing up to 10 copies of the final report. Additional copies or custom printing would be subject to an additional charge. Expense estimate does not include travel expenses related to the Year 1 progress report task.

APPENDIX: RESUMES

TOM STELLMAN, CEO/Founder | tom@tipstrategies.com



Expertise

- Intl./domestic recruitment
- Talent management and workforce development
- Regional economic strategies
- Automotive supplier strategies
- Defense-dependent communities

Education

- Bachelor of Arts, Govt., University of TX–Austin.

Affiliations

- Board of Directors (former), TX Economic Development Council
- Advisory Bd. Member (former), Community Development Institute
- Bd. Member (former), Ctr. for Intl. Business and Econ. Research at UT–Austin
- Instructor, Texas Basic Economic Devt. Course



Experience

Tom Stellman is founder of the consultancy and leads select high-impact project engagements throughout the country. As developer of TIP's model of Talent, Innovation, and Place, he helps clients identify their core value and build consensus around strategies to promote economic health. He is the lead author of TIP's Automotive Profile, the Invest in Texas Business Guide, and the Texas Manufacturing Skills Gap.

Over the last decade, Tom has led defense-related engagements, including the preparation of a statewide defense diversification strategy for MassDevelopment; an economic growth strategy for the bi-state region surrounding Fort Campbell; and an economic diversification plan for Eastern Kern County, CA. He has also expanded the firm's workforce practice, including talent-driven analyses and strategies for regional organizations in Tampa Bay, Houston, Milwaukee, El Paso, and Columbia, SC.

In addition to leading consulting engagements, Tom developed and launched the Invest in Texas Alliance, a marketing initiative sponsored by 26 economic development agencies and electric utilities. His team targeted both domestic and international growth companies through a unique mix of direct marketing and networking, resulting in over \$3 billion in investment leads and the location of 15 companies.

Prior to establishing TIP, Tom was director of the Office of International Business for the Texas Department of Commerce, where his team was charged with promoting the state's exports, marketing the state to foreign investors, and facilitating communication between foreign investors and economic development organizations statewide.

Tom also served as staff to the Texas Mexico Authority and as border development coordinator for the state's economic development agency. As manager of the Texas Maquila Supplier Project, he assisted Texas companies expanding and locating in the border region to serve the Mexican industrial market. A Texas native, Tom lives in Austin with his wife and their four children.

Significant Projects

- Regional economic development planning and target industry analysis: Bismarck-Mandan, ND; Green River Area Development District, KY; WIRED 26-county region, KY/IN.
- Defense-related work: State of Massachusetts; Fort Campbell, KY; Kern County, CA; Fort Hood, TX; Sheppard AFB, TX; Anniston Army Depot, AL; Eglin AFB, FL.
- Economically driven strategies for workforce boards: Western Kentucky Workforce Investment Board; Workforce Solutions of Central Texas; Clarksville-Montgomery County, TN; Workforce Solutions (Lower Rio Grande Valley), TX.
- Rural entrepreneurship assessments: Northeast Texas and Southwest Arkansas.
- Marketing initiative: Invest in Texas Alliance.

TRACYE MCDANIEL, President | tracye@tipstrategies.com**Expertise**

- International/domestic market development
- Business recruitment, expansion and retention
- Econ. devt. marketing
- Tourism development and marketing
- Fundraising strategies
- Workforce strategies
- Regional economic devt.
- State and regional public-private p'ships

Affiliations

- Current Board Chair, International Economic Development Council
- Member, Texas Economic Devt. Council
- Fellow, Ford Foundation Regional Sustain. Devt.
- Appointed, Council on Innovation
- Appointed, NJ Military Installation Growth and Development Task Force
- Board member (former), Texas Economic Development Corp.

**Experience**

Tracye McDaniel is a recognized trailblazer who has led successful public and private economic development organizations at the state and regional level under five governors in two states. She has been a trusted advisor to CEOs, nonprofits, public organizations, and private enterprises for more than three decades. Tracye has earned a reputation of creating mutually beneficial strategic partnerships among leaders across a broad spectrum of industries.

Prior to joining TIP Strategies, Tracye founded McDaniel Strategy Ecosystems and served as president and CEO for two separate state-level marketing and lead-generation organizations: first in New Jersey (where she was appointed by then newly elected New Jersey governor, Chris Christie, and business leaders to serve as the founding CEO of Choose New Jersey) and later in Texas (where she headed up the Texas Economic Development Corporation). Her expertise in international business development and marketing spans more than 50 countries.

Tracye also served as executive vice president and COO of the Greater Houston Partnership, Houston's most influential business organization. During her tenure she refined and implemented the organization's 10-year strategic plan and teamed with business leaders to raise more than \$32 million and to devise and execute Opportunity Houston, the organization's successful economic development global marketing and lead generation initiative.

Tracye is known for building accomplished teams that get results. She is a sought-after speaker, presenting to national and international audiences, and has published and appeared in global publications and news outlets.

Education

- BS in Communications, University of Texas at Austin

Significant Projects

- Regional economic development planning and execution: Greater Houston Partnership, Houston, TX
- Economic development marketing and fundraising: Opportunity Houston, Houston, TX.
- State-level public-private partnerships for economic development: Choose New Jersey, Princeton, NJ; TexasOne—Texas Economic Development Corporation, Austin, TX.
- Economic development marketing: Texas Wide Open for Business, Office of the Governor Economic Development and Tourism, Austin, TX.
- Tourism development and marketing: Texas: It's Like A Whole Other Country, Texas Department of Economic Development and Tourism, Austin, TX.

JON ROBERTS, Managing Partner | jon@tipstrategies.com**Expertise**

- International and domestic recruitment
- Regional economic strategies
- Venture capital and high-growth entrepreneurship
- Economic development marketing

Affiliations

- Fellow, Wash. World Affairs Council, Seattle
- Natl. Devt. Council, Economic Devt. Certif.
- Member, Texas Economic Devt. Council
- Member, Intl. Economic Development Council
- Board of Trustees (former), KMFA radio Austin, Texas.

**Experience**

Jon has been a principal and managing partner at TIP Strategies since 2000. He helped transition the company from its Texas-based site selection practice to an economic strategy firm with major national recognition. His portfolio includes planning work from New York to California, with significant regional projects in the Mississippi Delta, Seattle's Puget Sound, and in the Great Lakes area.

Prior to joining TIP, Jon was the director of business development first for the State of Washington and then under Governor Ann Richards for the State of Texas. During the transition to Governor Bush's tenure he helped restructure the state's economic development organization and then co-authored the new strategic plan for the State of Texas. Jon also has deep ties to the state of Oregon. He was vice-president with the Oregon Technology Fund and was the lead investor for the Hood River Brewing Company (Full Sail), which continues to hold a prominent place in the craft brewing industry. He also managed two start-up technology companies: Fiberlite Composites and LifePort Inc. LifePort was subsequently acquired by Sikorsky.

Jon has served on the boards of several startup technology companies and on state task forces and gubernatorial committees. He has lectured in business at the University of Washington, the University of Texas, and was on the faculty at Marylhurst College in Portland, Oregon. Jon was also the founder of a mountain bike company in Portland: the Fat Tire Farm, which now operates multiple retail outlets.

Born and raised in Germany, Jon has traveled extensively throughout Europe and Asia. He resides in Austin but spends his summer in Bend, Oregon.

Education

- Post graduate research, University of Oregon.
- Master of Arts, Political Philosophy, University of Hawaii.
- Bachelor of Arts, University of Hawaii.

Significant Projects

- Regional economic devt. planning: Puget Sound Regional Council, WA; Blaine, ID.
- Citywide economic development planning: Fort Collins, CO; Clearwater, FL; Redmond, WA; McKinney, TX.
- Comprehensive economic development strategies: Association of Central Oklahoma Governments; Richmond, VA.
- "Envision Central Texas" project for regional planning in the Austin Metro area.
- State of Texas Strategic Economic Development Plan.
- Recruitment of Matsushita Semiconductor (NSC) to Washington.

JEFF MARCELL, Principal | jeff@tipstrategies.com**Expertise**

- Strategic planning
- Policy development
- Competitive analysis and positioning
- Project management
- Org. fundraising
- Change management
- Process reengineering

Affiliations

- Immediate Past Chair, Washington Economic Development Assoc.
- Board/Exec Committee Member (former), Puget Sound EDD Board
- Founding Board Member, Aerospace Futures Alliance
- Bd. Member (former) WA Aerospace P'ship.
- Bd./Exec. Comm. (former) Seattle-King County WF Dev. Council
- Bd. Member (former), Seattle Chamber
- Member (former), Multi-cultural & Small Bus. Task Force - Seattle Chamber

**Experience**

As a principal with TIP, Jeff Marcell leads high-profile national consulting engagements and contributes to the strategic planning of the business. Before joining TIP, Jeff served as the president and CEO of the Economic Development Council of Seattle and King County (EDC). He was responsible for the organization's mission of business and job creation, retention, expansion, and recruitment in King County. Jeff joined the EDC in 2004, and during his tenure, rebuilt the organization's client-based economic development program.

Prior to joining the EDC, Jeff was an economic development consultant with Angelou Economics, and a marketing executive in the Economic Development Division of the Greater Houston Partnership. He was responsible for retaining and recruiting corporate expansions and relocations by marketing and promoting the Houston region nationally and internationally. During his term with the Partnership, the organization brought in over 25,000 jobs to the Houston region with \$3.4 billion in annual economic impact to the community.

In 2007, Jeff was named one of the Puget Sound Business Journal's 40 Under 40. In 2013, he received the MacArthur Award for Leadership from the Washington State Department of Commerce. He has been recognized by the IEDC for his efforts in Technology-Led Economic Development and Clean Technology, and was the recipient of an Outstanding Board Service Award from the Seattle-King County Workforce Development Council, 2012

Education

- Juris Doctorate, South Texas College of Law.
- Bachelor of Arts, Political Science, Univ of Illinois at Chicago.

Significant Projects

- Supervised the recruitment, retention, and expansion of 65 companies representing nearly 7,000 primary jobs in the Seattle region.
- Drafted the program and operation plans for the Delaware Prosperity Partnership, the Washington Military Alliance (on behalf of the Washington State Department of Commerce), and for Newport County, RI.
- Prepared urban economic development strategies and provided economic development guidance for Minneapolis-St. Paul and the City of Detroit.
- Conducted center of excellence studies and regional strategies for the East Central Michigan Prosperity Region, the North Iowa region, the Lewis County and Klickitat County WA region, and the NW Indiana region.
- Conducted citywide economic development planning and strategic guidance: City of Auburn WA, City of Corning NY, Missouri City TX, and the City of Shelton WA.

ALEX COOKE, Vice President, Consulting | alex@tipstrategies.com

alex@tipstrategies.com

Expertise

- Regional economic development strategies
- Policy analysis
- Defense-dependent communities
- Management consulting
- Aerospace and defense sector

Affiliations

- Member, American Association of Defense Communities

Experience

Alex Cooke has managed economic strategy projects for a diverse collection of communities and regions in 20 states and territories—extending from Alaska to the US Virgin Islands—since joining TIP in 1997.

Alex began his career at TIP running the Invest in Texas Alliance, an international marketing consortium that generated dozens of foreign direct investment leads for Texas communities and utilities. Subsequently transitioning to the firm’s economic strategy consulting practice, he has produced strategic plans, marketing plans, economic base analyses, and target industry analyses. Today, as a senior consultant, Alex has a successful track record in project planning, client communications, public input, and deliverable production.

In addition to economic development, Alex has both public and private sector experience in the fields of management consulting, higher education, and legislative affairs. His other professional skills include economic, legislative, and policy analysis; grant proposal development; federal grant program administration; and performance measurement. Alex worked as a management consultant with MGT of America and as the director of research and grants for the International Business Education Program at Texas Tech University’s Rawls College of Business. At Texas Tech, Alex was responsible for planning and developing grant funding proposals, researching and coordinating funding opportunities, communicating with potential funding agencies and foundations, and administering grant programs.

He is married and is the father of one son.

Education

- Master of Public Affairs, LBJ School of Public Affairs, University of Texas at Austin.
- Bachelor of Arts, Political Science, Texas Tech University.

Significant Projects

- State and regional economic development planning: Delaware Business Roundtable and Delaware Prosperity Partnership (statewide); I-41 Corridor; WI; Florida’s Great Northwest; Delta Regional Authority (multi-state); Puget Sound Regional Council, WA; Together North Jersey; US Virgin Islands.
- Defense-related work: State of Washington; State of Massachusetts; Fort Campbell Region, TN & KY; Texarkana, TX; Anniston, AL; Wichita Falls, TX; Killeen, TX.
- Citywide economic development planning: Detroit, MI; Las Vegas, NV; Clearwater, FL; Richmond, VA; Corpus Christi, TX; Lubbock, TX; Abilene, TX.
- Countywide economic development planning: Montgomery County, MD; Chester County, PA; Clark County, WA; Mat-Su Borough, AK; Kenosha County, WI.



JOHN KARRAS, Senior Consultant | john.karras@tipstrategies.com**Expertise**

- Economic development strategic planning
- Target industry and industry cluster analysis
- Economic and fiscal impact analysis
- Economic development marketing and digital lead generation
- Downtown revitalization
- Urban planning and transportation policy
- GIS mapping and spatial analysis
- Keynote speaking on economic development and urban revitalization

Experience

John has devoted his career to the bold idea that every community has the potential to become a more vibrant place. As Senior Consultant with TIP Strategies, John channels his energies to empower economic development professionals and civic leaders with the knowledge and tools needed to make their communities more vibrant. John has spent more than a decade working as a national economic development strategist. John has worked with thousands of community and business leaders who shared their insights and contributed to the strategic growth of big cities, suburbs, and rural communities.

In addition to his national strategic consulting portfolio, John has built a reputation as a leading thinker on urban revitalization trends and their impact on economic development. He founded urbanSCALE.com in 2013, which introduced the first comprehensive measure of how urban a city is on a scale of 1 to 10. Through regular blog posts, urbanSCALE reaches an audience of thousands of economic development professionals, urban planners, and local government leaders. Opinion pieces and research from urbanSCALE have been featured in Planetizen, Outside Magazine's annual "Best Places to Live" feature, and dozens of local media outlets around the US. John is a frequent keynote speaker at economic development conferences, urban revitalization summits, and civic leadership programs.

Before entering the economic development field, John worked in Mayor Michael Bloomberg's administration within the New York City Department of Transportation's Division of Planning & Sustainability. With the NYC Department of Transportation, he managed projects that improved freight mobility while balancing needs surrounding parking, deliveries, transit riders, cyclists, and pedestrians. John also worked as an urban planning/GIS specialist with AECOM.

John lives in Austin, Texas with his wife and son, where he lives out his obsession of finding and tasting the world's best tacos and barbeque.

Education

- Master of Science, Community & Regional Planning, University of Texas-Austin
- Bachelor of Science, Geography, Texas State University-San Marcos

Significant Projects

- Regional economic development planning: Minneapolis-St. Paul, MN; Delta Regional Authority, MS; East Central Michigan Prosperity Region; Newport, RI; Rockford, IL; West Kentucky; East Kern County, CA; Oneida Nation of Wisconsin.
- Countywide economic development planning: Asheville-Buncombe County, NC; Lubbock, TX; Green Bay, WI; Wausau, WI; Grant County, NM; Pottawatomie County, KS; Forsyth County, GA.
- Citywide economic development strategies: Fort Worth, TX; Irving, TX; Pflugerville, TX; San Angelo, TX; Missouri City, TX; Alvin, TX; Pasadena, TX; Buda, TX; Brownsville, TX; Corning, NY; Bartlesville, OK.



ELIZABETH SCOTT, Consultant | elizabeth@tipstrategies.com**Expertise**

- Domestic and International Business Recruitment
- Regional Economic Development Strategies
- Project Management
- Target Industry and Industry Cluster Analysis
- Policy Analysis
- Socioeconomic and Fiscal Impact Analysis

Affiliations

- Former member, Port of Portland Intl. Air Service Executive Committee
- Former vice chair, Leadership Clark County
- Former member, Clark County Railroad Advisory Board

Experience

Elizabeth has experience managing a wide range of projects including business recruitment and retention, economic and workforce development strategy, socioeconomic impact studies, and land use studies. She works closely with community, business, and academic leaders to develop comprehensive strategies that improve economic vitality and quality of life.

Prior to joining TIP, Elizabeth spent seven years with the Columbia River Economic Development Council (CREDC) in Clark County, WA. As the director of business development, she led the business services team executing the strategy for business recruitment, retention, and expansion efforts. In this role, she managed over 20 successful projects including Vigor Industrial, Banfield Pet Hospital Corporate Headquarters, RealWear, and GTMA. Areas of focus include site selection, permitting processes, incentives negotiation, higher education engagement, and workforce development. During her tenure with CREDC, she successfully managed a number of grant programs, including a four-year, \$5 million grant from five federal agencies as part of the Advanced Manufacturing Jobs and Innovation Accelerator Challenge (AMJIAC) program for the five county, bi-state Greater Portland-Vancouver Region.

In addition to her economic development expertise, she has over ten years of combined experience in business development, project management, and research and data analysis. Early in her career, she supported BRAC/NEPA projects by providing socioeconomic analysis for environmental assessments and environmental impact statements.

Education

- Master of Natural Resources, Environmental & Land Use Policy, Virginia Tech
- Bachelor of Arts, History and Sociology, University of Tampa

Significant Projects

- Led and supported over 20 successful recruitment and expansion projects, including corporate headquarters relocations.
- Led Greater Portland AMJIAC & JIAC CTA Programs.
- Implemented Target Industry Growth Strategy for Clark County.
- Implemented Foreign Direct Investment Strategy for Clark County within the Greater Portland Region.



JENNIFER TODD, Consultant | jenn@tipstrategies.com

jenn@tipstrategies.com

Expertise

- Change Management
- Policy Development
- Project Management
- Stakeholder Engagement
- Strategic Planning

Affiliations

- Congress for the New Urbanism Accredited

Experience

Jennifer Todd has over a decade of experience contributing to transformational work in strategic planning, implementation, and partnership building with a focus on economic development, organizational strategy, urban planning, sustainability, and communications. She has experience with long- and short-term project management in the public and private sector, working with businesses, residents, elected leaders, governmental agencies, and other community organizations to identify and implement solutions to complex problems.

Prior to joining TIP, she worked for the City of Austin as a Principal Planner leading a citywide land development code rewrite as well as the development of corridor and small area plans; she also contributed to the development of a new departmental strategy. Other experience with the public sector includes leading community engagement and urban planning efforts with the District of Columbia Government's Office of Planning, Department of Transportation, and Department of the Environment. With the International Economic Development Council, she designed regional economic development strategies with a focus on disaster recovery, organizational management and workflow structures, and identified strategies for sustainable industry development.

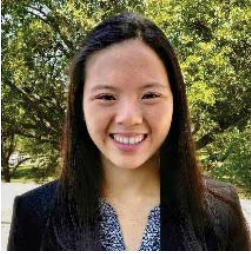
Education

- Master of Science, Community and Regional Planning, University of Texas at Austin
- Bachelor of Arts, History, University of Georgia
- Bachelor of Business Administration, Management, University of Georgia

Significant Projects

- Land Development Code Rewrite, Mapping and Community Engagement, City of Austin, Texas.
- Citywide Sustainability Plan and Community Engagement Strategy, District of Columbia Government.
- Disaster Recovery Economic Development Strategies: Lake Charles, Louisiana; New Orleans, Louisiana.
- Clean Energy Market Analysis and Strategy, Rockefeller Brothers Fund.



JACLYN LE, Consultant | jaclyn@tipstrategies.com**Expertise**

- Strategy Development
- Stakeholder Engagement
- Program Design & Implementation
- Project Management
- Grantmaking Strategies
- Policy Analysis

Education

- Master of Business Admin., University of Texas at Austin
- Master of Public Affairs, University of Texas at Austin
- Bachelor of Arts in Political Science, Stanford University

Affiliations

- Emerging Practitioners in Philanthropy
- Asian Americans/Pacific Islanders in Philanthropy

**Experience**

Jaclyn Le has led large-scale, mission-driven initiatives across the public, private, and social sectors. She has experience managing a wide range of projects focused on the public K-12 and higher education systems, talent strategies, philanthropic grantmaking, impact investing, and public policy analysis and advocacy.

Prior to joining TIP, Jaclyn worked in the nonprofit and philanthropic sectors for seven years, building and implementing initiatives focused on public K-12 education, higher education, and talent strategies. Most recently, she was a Policy and Advocacy Aide at Educate Texas, where she organized cross-sector stakeholder engagement initiatives to strengthen alignment among business, education, and philanthropic leaders. She also conducted policy analyses and created communications strategies for advocacy initiatives. In addition, Jaclyn brings several years of experience from the philanthropic sector, most recently at The Wallace Foundation based in New York City. She designed large-scale, national initiatives in education and supported the foundation in developing its grantmaking strategies in education and the arts. During her time at Wallace, Jaclyn oversaw strategic planning for a \$65 million initiative supporting summer learning programs for over 70,000 students in five urban communities. She also cultivated new partnerships with organizations advancing diversity and inclusion within the philanthropic sector.

Jaclyn received a Master of Business Administration from the McCombs School of Business and a Master of Public Affairs at the LBJ School of Public Affairs at The University of Texas at Austin. She has a Bachelor of Arts in Political Science with Honors in Education and University Distinction from Stanford University.

Significant Projects

- Led strategic planning for a \$65 million national initiative supporting educational enrichment opportunities for underserved children in five urban school districts.
- Led development of an impact investing firm's strategy to leverage federal Opportunity Zone tax incentives for investments in low-income communities.
- Managed a \$1 million portfolio of grants at a community foundation supporting nonprofits furthering a citywide strategy to increase college completion rates.
- Developed a sustainability planning tool, assisting cities and school districts to sustain financing, scale programs, and foster stakeholder relationships.

BRENT MCELREATH, AICP, Managing Director, Analytics | brent@tipstrategies.com

brent@tipstrategies.com

Expertise

- Regional and metropolitan economics
- Economic development strategy
- Real estate and property market fundamentals
- Infrastructure analysis
- Capital and financial analysis

Affiliations

- Member, American Institute of Certified Planners
- Member, American Planning Association
- Past Member, Urban Land Institute.

Experience

Brent has more than 25 years of experience in comparative urban economic analysis. He has managed research teams in both the public and private sectors and has extensive work experience in real estate and infrastructure markets, with a focus on their cyclical and structural drivers. During his career he has spearheaded innovations in scenario modeling, fiscal impact analysis, and data collection and reporting systems. Brent has authored, co-authored, and edited numerous white papers, articles, and serial reports on global property and infrastructure markets during his career.

As a Vice President at MSCI, Brent designed and implemented performance monitoring systems for metropolitan property markets. He also developed and authored publications explaining differences in investment risks across property types, metropolitan areas, and national markets. His graphical analysis became a fixture of MSCI's annual property market review presentations in North America, Europe, and the Asia Pacific region.

While at PPR (now CoStar), Brent supervised the publication of 250+ quarterly property market forecasts. He also oversaw the modernization of PPR's data collection systems and led the firm's initial groundwork in global risk analysis.

Brent's career began in economic development in Texas in the 1990s. He brings this background to his current role at TIP, combined with extensive experience in the dynamics of real estate, infrastructure, and capital markets.

Brent is a member of the American Planning Association and an AICP-certified planner.

Education

- Master of Science, Community & Regional Planning, University of Texas–Austin.
- Bachelor of Business Administration in Finance, University of Texas–Austin.

Significant Projects

- Strategic planning: Fort Worth, TX (2017); Chester County, PA (2014); Las Vegas, NV (2013); Envision Central Texas (2003).
- Prioritization models: global port investment, for Deutsche Bank (2009); global agricultural markets, for Southern United States Trade Association, (2007); global city office markets, for Mitsui Fudosan (2004).
- Property sector dynamics: European industrial property, for IPD (2013); Asian retail property, for Prudential (2013), US residential property, for State of Michigan Office of Retirement Services (2001).
- Selected publications: *Global Property Performance* (2016); *The Road to a Seamless Global Real Estate Portfolio* (2016); *Sectoral Aspects of Global Infrastructure Investment* (2015); *Global Infrastructure Investment: An Overview of the Institutional Landscape* (2014); "Global Real Estate Risk Index," *RE/PS* v6, n6 (2002).



KAREN BEARD, Senior Analyst | karen@tipstrategies.com**Expertise**

- Survey research
- Regional economic analysis
- Economic and fiscal impact analysis
- Workforce and higher education analysis

Affiliations

- Instructor, Texas Basic Economic Development Course

Experience

Karen Beard has extensive experience as a researcher in both the public and private sector. Since joining TIP in 2000, she has managed consulting engagements for clients across the country. Karen's current area of focus is helping clients understand their workforce. Most recently, she completed a labor market assessment for Clarksville-Montgomery County, Tennessee, which included an update of the Veterans Inventory, a mechanism for assessing post-military plans of Fort Campbell personnel separating from service.

Prior to joining TIP, Karen held the position of senior research analyst at the Texas Department of Economic Development. During her tenure at TDED, she was involved in a number of projects, including the design and maintenance of the agency's "one stop" economic development web sites. In this capacity, she served as the principal developer of the Texas Business & Community Economic Development Clearinghouse, a searchable database of economic development resources.

As a research associate for the State Bar of Texas, Karen analyzed subjects of interest to the legal services industry and participated in dozens of law-related survey research projects, including an extensive annual report on attorney fees and compensation, as well as an award-winning survey on the concerns of minorities in the legal profession. She has also conducted research on the disability community for the Texas Rehabilitation Commission and led a major household travel survey as a research manager for NuStats, an Austin-based transportation research firm. Other topics that she has addressed include the evaluation of manufacturing technology centers and the effect of regulation on the cost of land development.

Education

- Master of Science, Community & Regional Planning, University of Texas at Austin.
- Bachelor of Arts, Sociology, University of Texas at Austin.

Significant Projects

- Regional economic development planning: Green River Area Development District, KY; WIRED 26-county region, KY/IN; Racine County EDC, WI.
- Defense-dependent communities: Anniston Army Depot, AL; Fort Hood, TX; Fort Campbell, KY.
- Workforce projects: Workforce Solutions of Central Texas; Western Kentucky Workforce Investment Board; Pearland EDC, TX; Workforce Solutions (Lower Rio Grande Valley).



EVAN JOHNSTON, Analyst | evan@tipstrategies.com**Expertise**

- Regional labor market analysis
- Data manipulation and statistical analysis
- Quantitative and qualitative research

Education

- Bachelor of Arts, Economics and Psychology, University of Texas at Austin
- Bachelor of Science, Mathematics, University of Texas at Austin

Experience

Evan works with project managers to collect, organize, and analyze data for clients. He helps the project team to find reputable, reliable data and to manipulate them into meaningful analyses, as well as to research policy and edit reports. He specializes in economic analysis and labor market research. Before joining TIP, Evan worked as a social science research associate at the University of Texas at Austin on research projects examining labor market dynamics and entrepreneurship.

Evan holds a Bachelor of Arts in Economics and Psychology and a Bachelor of Science in Mathematics from the University of Texas at Austin. He also completed certificates in applied statistical modeling, computer science, and business during his undergrad.

Significant Projects

- Job Polarization in Austin: Co-author of Echeverri-Carroll, Oden, Gibson, & Johnston (2018) "Unintended consequences on gender diversity of high-tech growth and labor market polarization" in *Research Policy*.
- Austin's Entrepreneurial Ecosystem: Contributed to a Kauffman Foundation-funded project to study the emergence of Austin's entrepreneurial ecosystem. Acknowledgement of contributions in Echeverri-Carroll and Feldman (2018) "Chasing entrepreneurial firms" in *Industry and Innovation*.
- Stanford Latino Entrepreneurship Initiative (SLEI): Contributed to a chapter examining minority entrepreneurship and the ethnic enclave hypothesis using data from the SLEI's annual Survey of Latino Business Owners. Acknowledgement of contributions in "Social Network Utilization among Latino-Owned Businesses" (Echeverri-Carroll and Mora, forthcoming).



Exhibit C
INSURANCE REQUIREMENTS AND
WORKERS' COMPENSATION REQUIREMENTS

Upon contract execution, all insurance requirements shall become contractual obligations, which the successful contractor shall have a duty to maintain throughout the course of this contract.

STANDARD PROVISIONS:

Without limiting any of the other obligations or liabilities of the Contractor, the Contractor shall provide and maintain until the contracted work has been completed and accepted by the City of Denton, Owner, the minimum insurance coverage as indicated hereinafter.

Contractor shall file with the Purchasing Department satisfactory certificates of insurance including any applicable addendum or endorsements, containing the contract number and title of the project. Contractor may, upon written request to the Purchasing Department, ask for clarification of any insurance requirements at any time; however, Contractor shall not commence any work or deliver any material until he or she receives notification that the contract has been accepted, approved, and signed by the City of Denton.

All insurance policies proposed or obtained in satisfaction of these requirements shall comply with the following general specifications, and shall be maintained in compliance with these general specifications throughout the duration of the Contract, or longer, if so noted:

- Each policy shall be issued by a company authorized to do business in the State of Texas with an A.M. Best Company rating of at least **A or better**.
- Any deductibles or self-insured retentions shall be declared in the proposal. If requested by the City, the insurer shall reduce or eliminate such deductibles or self-insured retentions with respect to the City, its officials, agents, employees and volunteers; or, the contractor shall procure a bond guaranteeing payment of losses and related investigations, claim administration and defense expenses.
- Liability policies shall be endorsed to provide the following:
 - Name as Additional Insured the City of Denton, its Officials, Agents, Employees and volunteers.
 - That such insurance is primary to any other insurance available to the Additional Insured with respect to claims covered under the policy and that this insurance applies separately to each insured against whom claim is made or suit is brought. The inclusion of more than one insured shall not operate to increase the insurer's limit of liability.
 - Provide a Waiver of Subrogation in favor of the City of Denton, its officials, agents, employees, and volunteers.

- ***Cancellation: City requires 30 day written notice should any of the policies described on the certificate be cancelled or materially changed before the expiration date.***
- Should any of the required insurance be provided under a claims made form, Contractor shall maintain such coverage continuously throughout the term of this contract and, without lapse, for a period of three years beyond the contract expiration, such that occurrences arising during the contract term which give rise to claims made after expiration of the contract shall be covered.
- Should any of the required insurance be provided under a form of coverage that includes a general annual aggregate limit providing for claims investigation or legal defense costs to be included in the general annual aggregate limit, the Contractor shall either double the occurrence limits or obtain Owners and Contractors Protective Liability Insurance.
- Should any required insurance lapse during the contract term, requests for payments originating after such lapse shall not be processed until the City receives satisfactory evidence of reinstated coverage as required by this contract, effective as of the lapse date. If insurance is not reinstated, City may, at its sole option, terminate this agreement effective on the date of the lapse.

SPECIFIC ADDITIONAL INSURANCE REQUIREMENTS:

All insurance policies proposed or obtained in satisfaction of this Contract shall additionally comply with the following marked specifications, and shall be maintained in compliance with these additional specifications throughout the duration of the Contract, or longer, if so noted:

A. **General Liability Insurance:**

General Liability insurance with combined single limits of not less than **\$1,000,000.00** shall be provided and maintained by the Contractor. The policy shall be written on an occurrence basis either in a single policy or in a combination of underlying and umbrella or excess policies.

If the Commercial General Liability form (ISO Form CG 0001 current edition) is used:

- Coverage A shall include premises, operations, products, and completed operations, independent contractors, contractual liability covering this contract and broad form property damage coverage.
- Coverage B shall include personal injury.
- Coverage C, medical payments, is not required.

If the Comprehensive General Liability form (ISO Form GL 0002 Current Edition and ISO Form GL 0404) is used, it shall include at least:

- Bodily injury and Property Damage Liability for premises, operations, products

and completed operations, independent contractors and property damage resulting from explosion, collapse or underground (XCU) exposures.

- Broad form contractual liability (preferably by endorsement) covering this contract, personal injury liability and broad form property damage liability.

[] **Automobile Liability Insurance:**

Contractor shall provide Commercial Automobile Liability insurance with Combined Single Limits (CSL) of not less than **\$500,000** either in a single policy or in a combination of basic and umbrella or excess policies. The policy will include bodily injury and property damage liability arising out of the operation, maintenance and use of all automobiles and mobile equipment used in conjunction with this contract.

Satisfaction of the above requirement shall be in the form of a policy endorsement for:

- any auto, or
- all owned hired and non-owned autos.

[] **Workers' Compensation Insurance**

Contractor shall purchase and maintain Workers' Compensation insurance which, in addition to meeting the minimum statutory requirements for issuance of such insurance, has Employer's Liability limits of at least \$100,000 for each accident, \$100,000 per each employee, and a \$500,000 policy limit for occupational disease. The City need not be named as an "Additional Insured" but the insurer shall agree to waive all rights of subrogation against the City, its officials, agents, employees and volunteers for any work performed for the City by the Named Insured. For building or construction projects, the Contractor shall comply with the provisions of Attachment 1 in accordance with §406.096 of the Texas Labor Code and rule 28TAC 110.110 of the Texas Workers' Compensation Commission (TWCC).

[] **Owner's and Contractor's Protective Liability Insurance**

The Contractor shall obtain, pay for and maintain at all times during the prosecution of the work under this contract, an Owner's and Contractor's Protective Liability insurance policy naming the City as insured for property damage and bodily injury which may arise in the prosecution of the work or Contractor's operations under this contract. Coverage shall be on an "occurrence" basis and the policy shall be issued by the same insurance company that carries the Contractor's liability insurance. Policy limits will be at least **\$500,000.00** combined bodily injury and property damage per occurrence with a **\$1,000,000.00** aggregate.

[] **Fire Damage Legal Liability Insurance**

Coverage is required if Broad form General Liability is not provided or is unavailable to the contractor or if a contractor leases or rents a portion of a City building. Limits of not less than _____ each occurrence are required.

Professional Liability Insurance

Professional liability insurance with limits not less than **\$1,000,000.00** per claim with respect to negligent acts, errors or omissions in connection with professional services is required under this Agreement.

Builders' Risk Insurance

Builders' Risk Insurance, on an All-Risk form for 100% of the completed value shall be provided. Such policy shall include as "Named Insured" the City of Denton and all subcontractors as their interests may appear.

Environmental Liability Insurance

Environmental liability insurance for \$1,000,000 to cover all hazards contemplated by this contract.

Riggers Insurance

The Contractor shall provide coverage for Rigger's Liability. Said coverage may be provided by a Rigger's Liability endorsement on the existing CGL coverage; through and Installation Floater covering rigging contractors; or through ISO form IH 00 91 12 11, Rigger's Liability Coverage form. Said coverage shall mirror the limits provided by the CGL coverage

Commercial Crime

Provides coverage for the theft or disappearance of cash or checks, robbery inside/outside the premises, burglary of the premises, and employee fidelity. The employee fidelity portion of this coverage should be written on a "blanket" basis to cover all employees, including new hires. This type insurance should be required if the contractor has access to City funds. Limits of not less than \$_____ each occurrence are required.

Additional Insurance

Other insurance may be required on an individual basis for extra hazardous contracts and specific service agreements. If such additional insurance is required for a specific contract, that requirement will be described in the "Specific Conditions" of the contract specifications.

Exhibit CIQ

CONFLICT OF INTEREST QUESTIONNAIRE - FORM CIQ

For vendor or other person doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local government entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

1 Name of vendor who has a business relationship with local governmental entity. TIPS STRATEGIES, INC.

2 Check this box if you are filing an update to a previously filed questionnaire.

(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3 Name of local government officer about whom the information in this section is being disclosed.

none

Name of Officer

This section, (item 3 including subparts A, B, C & D), must be completed for each officer with whom the vendor has an employment or other business relationship as defined by Section 176.001(1-a), Local Government Code. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer named in this section receiving or likely to receive taxable income, other than investment income, from the vendor?

Yes No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer named in this section AND the taxable income is not received from the local governmental entity?

Yes No

C. Is the filer of this questionnaire employed by a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership of one percent or more?

Yes No

D. Describe each employment or business and family relationship with the local government officer named in this section.

N/A

4 I have no Conflict of Interest to disclose.

5 DocuSigned by:
Tom Stellman
B876CDCCB72B436... 1g business with the governmental entity

10/14/2019

Date

Certificate Of Completion

Envelope Id: A44C6206B2E44C69A93F6DD0A4CDF54F

Status: Completed

Subject: Please DocuSign: City Council Contract 7184

Source Envelope:

Document Pages: 58

Signatures: 6

Envelope Originator:

Certificate Pages: 6

Initials: 1

Crystal Westbrook

AutoNav: Enabled

901B Texas Street

Enveloped Stamping: Enabled

Denton, TX 76209

Time Zone: (UTC-06:00) Central Time (US & Canada)

crystal.westbrook@cityofdenton.com

IP Address: 129.120.6.150

Record Tracking

Status: Original

Holder: Crystal Westbrook

Location: DocuSign

10/11/2019 10:09:31 AM

crystal.westbrook@cityofdenton.com

Signer Events

Signature

Timestamp

Crystal Westbrook

Completed

Sent: 10/11/2019 10:15:27 AM

crystal.westbrook@cityofdenton.com

Viewed: 10/11/2019 10:15:38 AM

Buyer

Signed: 10/11/2019 10:19:45 AM

City of Denton

Using IP Address: 129.120.6.150

Security Level: Email, Account Authentication (None)

Electronic Record and Signature Disclosure:

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Lori Hewell

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lori.hewell@cityofdenton.com

Viewed: 10/11/2019 3:48:36 PM

Purchasing Manager

Signed: 10/11/2019 3:48:59 PM

City of Denton

Signature Adoption: Pre-selected Style

Security Level: Email, Account Authentication (None)

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Electronic Record and Signature Disclosure:

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Mack Reinwand

Sent: 10/11/2019 3:49:02 PM

mack.reinwand@cityofdenton.com

Viewed: 10/11/2019 4:02:28 PM

City of Denton

Signed: 10/11/2019 4:07:37 PM

Security Level: Email, Account Authentication (None)

Signature Adoption: Pre-selected Style

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Tom Stellman

Sent: 10/11/2019 4:07:40 PM

tom@tipstrategies.com

Viewed: 10/14/2019 8:39:09 AM

Security Level: Email, Account Authentication (None)

Signed: 10/14/2019 8:49:45 AM

Signature Adoption: Pre-selected Style

Using IP Address: 72.48.63.67

Electronic Record and Signature Disclosure:

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Signer Events	Signature	Timestamp
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Jessica Rogers
 jessica.rogers@cityofdenton.com
 Security Level: Email, Account Authentication (None)



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Electronic Record and Signature Disclosure:
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Cheyenne Defee
 cheyenne.defee@cityofdenton.com
 Contract Administrator
 City of Denton
 Security Level: Email, Account Authentication (None)

Completed

Sent: 10/14/2019 9:36:56 AM
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 Not Offered via DocuSign

Todd Hileman
 Todd.Hileman@cityofdenton.com
 City Manager
 City of Denton
 Security Level: Email, Account Authentication (None)



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Electronic Record and Signature Disclosure:
 Accepted: 7/25/2017 11:02:14 AM
 ID: 57619fbf-2aec-4b1f-805d-6bd7d9966f21

Rosa Rios
 rosa.rios@cityofdenton.com
 City Secretary
 Security Level: Email, Account Authentication (None)



Sent: 11/7/2019 3:24:32 PM
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 Signed: 11/7/2019 3:31:13 PM

Signature Adoption: Pre-selected Style
 Using IP Address: 129.120.6.150

Electronic Record and Signature Disclosure:
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Editor Deliver Events	Status	Timestamp
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Agent Deliver Events	Status	Timestamp
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Intermediar Deliver Events	Status	Timestamp
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Certified Deliver Events	Status	Timestamp
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Car on Cop Events	Status	Timestamp
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Cheyenne Defee
 cheyenne.defee@cityofdenton.com
 Contract Administrator
 City of Denton
 Security Level: Email, Account Authentication (None)



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Sherri Thurman
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 City of Denton
 Security Level: Email, Account Authentication (None)

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Jane Richardson
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 Assistant City Secretary
 City of Denton
 Security Level: Email, Account Authentication (None)

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Jessica Rogers
 jessica.rogers@cityofdenton.com
 Security Level: Email, Account Authentication (None)

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Witness Events	Signature	Timestamp
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Notar Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Signing Complete	Security Checked	11/7/2019 3:31:17 PM
Completed	Security Checked	11/7/2019 3:31:17 PM

Document Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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How to contact City of Denton:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: purchasing@cityofdenton.com

To advise City of Denton of your new e-mail address

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at melissa.kraft@cityofdenton.com and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

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To withdraw your consent with City of Denton

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign account, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to purchasing@cityofdenton.com and in the body of such request you must state your e-mail, full name, IS Postal Address, telephone number, and account number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

Operating Systems:	Windows2000? or WindowsXP?
Browsers (for SENDERS):	Internet Explorer 6.0? or above
Browsers (for SIGNERS):	Internet Explorer 6.0?, Mozilla FireFox 1.0, NetScape 7.2 (or above)
Email:	Access to a valid email account
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	<ul style="list-style-type: none"> •Allow per session cookies •Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection

** These minimum requirements are subject to change. If these requirements change, we will provide you with an email message at the email address we have on file for you at that time providing you with the revised hardware and software requirements, at which time you will have the right to withdraw your consent.

Acknowledging your access and consent to receive materials electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I Agree' box, I confirm that:

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- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify City of Denton as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by City of Denton during the course of my relationship with you.