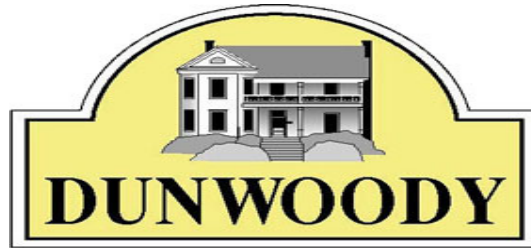
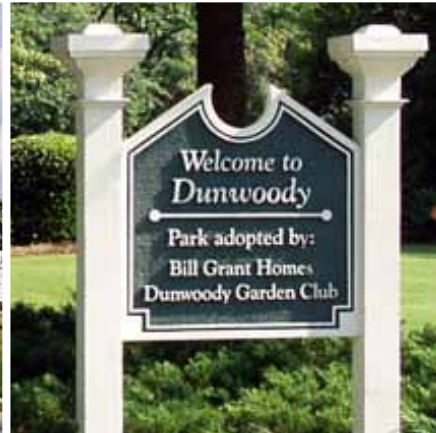


Proposal for City Management Start-Up Services for



City of Dunwoody, Georgia



Submitted by:

BOYKEN
INTERNATIONAL

Driving the building process for optimal results®

September 30, 2008



Driving the building process for optimal resultsSM

STRATEGIC PLANNING
PROGRAM MANAGEMENT
COST MANAGEMENT
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DUE DILIGENCE
INSPECTION SERVICES
DISPUTE RESOLUTION
—ESTABLISHED 1980—
WWW.BOYKEN.COM

September 30, 2008

Mr. Brian Anderson, Esq.
City of Dunwoody Transition Attorney
5250 Meadowcreek Drive
Dunwoody, Georgia 30338

**Re: City Management Start-up Services
Dunwoody, Georgia**

Dear Mr. Anderson,

Boyken International, Inc. is pleased to present our proposal to City Management Start-up Services for the newly incorporated city.

Boyken International, Inc. is consistently ranked in *Engineering News Record* as one of the largest program management firms in the United States. We have worked in 45 states and 53 countries and we bring the benefit of broad perspectives and effective strategies for analyzing and mitigating risks for our Clients – often in challenging, remote locations. We have analyzed and planned projects successfully for some of the largest hotel, corporate owners, healthcare providers, higher education institutions and municipal governments in the world. We offer you a proven delivery process delivered through hands-on, adaptable, personal service – from concept through completion.

We look forward to discussing our proposal in depth and appreciate the opportunity to propose this working relationship with you on this exciting endeavor.

Sincerely,

BOYKEN INTERNATIONAL, INC.

Don Boyken
Chairman and CEO

cc Barry Stein

Enclosure



**PROPOSAL FOR CITY MANAGEMENT START UP SERVICES
SEPTEMBER 30, 2008**

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SECTION 1 - Overview of Firm / Program Management Experience

a. Basic Company Information

Address: Boyken International, Inc.
400 Northridge Road, Suite 1200
Atlanta, Georgia 30350
Telephone: 770-992-3210
Fax: 770-992-1489
Business: 28 years in business
Boyken Contact: **Barry Stein, Director of Atlanta Operations**



b. Form of Ownership

Boyken International, Inc. is a privately owned Georgia corporation with six principal shareholders and 11 employee shareholders.

c. History and Growth of Firm

Founded in 1980, Boyken International is consistently ranked among the top U.S. Program Management firms by *Engineering News Record*. Providing a complete range of professional construction consulting services which can be provided in total as the Owner's representative or construction program manager, or in individual segments as required to meet your needs. We have been privileged to work with Clients on projects in 53 countries on six continents, as well as within 45 states within the U.S. Boyken International currently has over 80 employees located in offices in Atlanta, Orlando, Houston, Dallas and the Caribbean.

The following are the key milestones in Boyken International's history:

- 1980** Boyken & Associates was formed and providing schedule monitoring, estimating and construction management services for the City of Atlanta Department of Aviation.
- 1981** The Corporation of Boyken Associates, Inc. was formed to offer the following primary services: Cost Consulting, Estimating, Scheduling, Claims Analysis, Contract Negotiations, Litigation Support/Dispute Resolution, and Program Management.
- 1990** The Orlando office was established.
- 1996** The company changed its name to Boyken International, Inc.
- 1999** Mortimer and Associates, a Jamaican project management firm was acquired.
- 2002** The Houston office was established.
- 2004** The Dallas office opens.

d. Litigation

Boyken International, Inc. is not involved in any active or pending litigation with owners, contractors and architects.

Georgia International Convention Center Hotel Headquarters

Atlanta, Georgia



Grove Street Partners LLC has retained Boyken International as the program management consultants for Phase I of the Georgia International Convention Center Hotel Headquarters project in Atlanta, Georgia. The proposed Convention Center Hotel will be a 400-key full service hotel, including 370 standard guest rooms and 30 suites, a concierge lounge, a 12,000 SF grand ballroom, 5,500 SF of flexible meeting space and a café restaurant and bistro. Also included in the Phase I plan is a 144-key hotel, a high-end restaurant, a 175 space two-level parking deck, a 400-space four-level parking deck, and a 1,795-space seven-level parking garage. These services are being provided through a joint venture with MHR International, a minority program management firm.

Boyken International, Inc. is providing services designed to assist the owner in monitoring the project throughout the design, procurement and construction phases of the project and is assisting the owner in monitoring and managing all facets of the project for an on-budget and as-scheduled completion.

Atlantis III

Paradise Island, Bahamas



Atlantis III, located on Paradise Island, Bahamas, will increase the size of the current development by approximately 50 acres.

The main components of the Phase III project include a 21-story hotel with 600 rooms, three restaurants, retail space, boardrooms and meeting rooms. A 200,000 SF convention center expansion, a fifteen acre water park with a Mayan Temple slide, and a dolphin experience is included.

In April of 2006, the project was expanded to include a 500 unit condominium tower. Kerzner Development engaged Boyken International to assist in the design management to a specified budget. As the project began construction, Kerzner International's Chairman of the Board engaged Boyken in the project procedure oversight in conforming with the Sarbanes Oxley requests of publicly traded companies.

Atlantis Phase III will open on schedule and within the budgets established by the board.

GSFIC 47 Trinity Building Renovations & Commissioning

Atlanta, Georgia



Project Completion Date
June 2005 - July 2006

Project Size & Cost
160,000 SF
\$16 Million

Boyken Personnel
Simon Mortimer, C.Eng, CCE
Karun Malhotra, PMP, CCE
Charl Nesor, CCC
Brandon Blankinship, CCPM

Services Provided
Commissioning

Owner Reference
GSFIC & Georgia
Building Authority

Mr. Bill Clark
Stevens & Wilkinson Stang &
Newdow, Inc.
100 Peachtree Street,
Suite 2500
Atlanta, Georgia 30303

Architect
Janice Richards
Richards + Wittschiebe

15 Simpson Street
Atlanta, GA 30308
404-688-2200

Stevens & Wilkinson Stang & Newdow has proposed the renovation of 47 Trinity Avenue in Atlanta, Georgia. The project consists of the renovation of 160,000 SF building with 8 floors including 2 levels of parking garage. The building contains the Court of Appeals on the fifth floor and unclaimed space throughout the remaining floors. The project will require total systems replacement, window replacement and renovation of elevator cabs. The Construction Budget for the renovation is \$16M.

Boyken International will provide oversight and management of the building commissioning activities during both the preconstruction and construction phases of the 47 Trinity Building.

Coweta County Justice Center

Newnan, Georgia



The new Coweta County Justice Center Facility built at the site of the old Newnan Plaza consolidates all of Coweta County's court functions into one location. The main 130,000 SF building features three courtrooms each for superior, state and magistrate court as well as offices for clerk and staff operations and public access for record searches. The 30,000 SF Juvenile Court facility was built to the south of the main building. The structures were designed to complement the County's surrounding historic character, utilizing brick and stone detailing.

Boyken International's assignment was to provide part-time on-site project management services during the 18-month construction phase. The project manager worked under the direction of the County Administrator and ensured compliance with the project documents and schedule. The project was completed on time and on budget.

Project Completion Date

February 2006

Project Size & Cost

130,000 Court Facility
30,000 Juvenile Facility
\$25 Million

Boyken Personnel

Barry Stein, CCE
Jeff Jones, P.E.

Services Provided

Owner's Representative
Project Management

Owner Reference

Edward A. Whitlock
Assistant County Administrator
Coweta County
22 East Broad Street
Newnan, Georgia 30263
(770) 254-2601

Architect

Joseph G Gardner, Jr.,
AIA
Gardner, Spencer, Smith,
Tench & Hensley, P.C.
127 Peachtree St., Ste.
1020
Atlanta, GA 30303
(404) 658-9302

Ellis Square Underground Parking Garage

Savannah, Georgia



Project Completion Date

Construction began May 2005

Project Size & Cost

1,075 parking space
\$31 million

Boyken Personnel

Dan Smirl
Barry Stein, CCE

Services Provided

Program Management
Owner's Representative

Owner Reference

Chris Morrill

The Ellis Square Underground Parking Garage consists of a 1,075-space, four-story underground parking facility that encompasses the existing sites of the City Market Parking Garage and two adjacent properties on either side of Bryan Street between Barnard and Whitaker Streets.

The underground parking facility was designed to provide for a city park overhead at the current City Market parking site and privately developed buildings at the adjacent properties. The buildings will utilize this underground parking facility for foundations and must be designed to share communication with each other.

As program manager, Boyken International is providing on-site owner's representative services, cost and schedule management and quality assurance services.

The City of Savannah
City Hall, Fourth Floor
P.O. Box 1027
Savannah, GA 31402
(912) 651-6420

Liberty Street Parking Garage

Savannah, Georgia



The Liberty Street Parking Garage consists of a new 890-space, five-story parking facility that resembles a series of brick row houses and masks all cars from street view. The garage is built on a complete city block of 1.28 acres in the downtown Historic District of Savannah. The exterior of this structure evokes the look of a series of row houses rather than one large building, in keeping with the appearance of the Historic Downtown District.

The 303,000 SF facility is served by two elevators, three entrance lanes and three exit lanes, two of which will be attended.

As program manager, Boyken International provided on-site owner's representative services, cost and schedule management and quality assurance services. This allowed the City to better define the program, craft successful agreements with designers and contractors and gave Savannah greater value for their investment.

Project Completion Date

Completed June 2005

Project Size & Cost

303,000 SF

\$15 million

Boyken Personnel

Dan Smirl

Simon Ormsby

Barry Stein, CCE

Simon Mortimer, C. Eng., CCE

Services Provided

Program Management

Owner's Representative

Owner Reference

Chris Morrill

The City of Savannah
City Hall, Fourth Floor
P.O. Box 1027
Savannah, GA 31402
(912) 651-6420

Forsyth Fort Renovations

Savannah, Georgia



Project Completion Date
October 2007 - Ongoing

Project Size & Cost
Approximately \$10M

Boyken Personnel
Dan Smirl
Barry Stein, CCE

Services Provided
Program Management
Owner's Representative

Owner Reference
Chris Morrill

The City of Savannah
City Hall, Fourth Floor
P.O. Box 1027
Savannah, GA 31402
(912) 651-6420

The City of Savannah Georgia is renovating the Old Fort at Forsyth Park to make it into a centerpiece attraction for local activities. The exterior of the approximately 100 year old structure will be renovated to its former glory and the interior will be upgraded for use as a Hospitality Center for Park events such as concerts, festivals or weddings. Also included is a large, tension structure band shell and fountain that will serve as a permanent venue for the many music and cultural events that occur in the Park throughout the year. Challenges for this project include shoring up the foundations and non-reinforced concrete exterior walls as well as upfitting the interior to be compliant with current code requirements.

Boyken International, Inc. assisted the Owner's team during the completion of the design and engineering documents for the Project as needed. Boyken also managed the bidding process to ensure that the bids are properly distributed and evaluated. Upon receipt of the bids, Boyken provided the Owner with a Comprehensive Program Budget based on a thorough review of the bid responses. Boyken also assisted the owner in submitting and obtaining the proper permits, inspections and approvals that were required.

City of Decatur

Decatur, Georgia



The City of Decatur, Georgia, is proceeding with a capital improvements program, which was approved by the citizens of Decatur in September 2006 and is being financed by general obligation funds and other sources. The City has identified six projects totaling \$11,015,000 that may be constructed over a three - five year period. The six projects include: the existing Public Works building, two fire stations, recreation building, a swim and tennis park, and a cemetery.

Boyken International, Inc. has been hired for the first phase and will develop a management plan for the Capital Improvements Program, which will outline all major activities that will be required from start up through post occupancy for each of the six projects. The plan will be subdivided to address each project and will include the identification of all-key consultants, key milestones during the design phases, milestones during construction and pre-opening activities.

Project Completion Date

On Going

Project Size & Cost

Various SF
\$18,170,000 Million

Boyken Personnel

Barry Stein, CCE
Jeff Jones, P.E., CCE
Lesley Baker, CCPM

Services Provided

Program Management

Owner Reference

Hugh Saxon,
Deputy City Manager

The City of Decatur
509 North McDonough St.
Decatur, GA 30030

Architect

Various

Molasses Reef, A Ritz-Carlton Reserve

West Caicos Reserve, Turks & Caicos Islands



Molasses Reef is home to the first Ritz-Carlton Reserve, a one-of-a-kind exclusive resort community being developed by the Miami based developer, Gencom Group. It is located on an 11-square-mile, 6000-acre island at the far west end of the Turks & Caicos Islands. The property includes a 125-key hotel, 75 Island Villas, Estate Homes, Cottages, Harbour/Marina, Marina Village and Marina Village Townhomes, two restaurants, and a full-service spa.

Reachable only by boat, small plane, or helicopter, transportation on-island will be primarily by electric vehicle, bicycle, or by foot.

Boyken International has been retained by the Gencom Group to provide full-time onsite Program Management services to bring the project to completion on-time and within budget.

The Ritz-Carlton Rancho Mirage

Palm Springs, California



Formally The Lodge at Rancho Mirage, this property is undergoing a major renovation by Miami based developer, Gencom Group. The newly renovated Ritz-Carlton, Rancho Mirage will include a 240-key hotel, 138 Condo/Hotel Villas, a new 20,000 SF La Prairie Spa, expanded meeting space and the addition of a second ballroom, additional swimming pools, a branded signature restaurant, food and beverage venues, and enhanced landscaping and recreational amenities.

The resort spans 24 acres in the foothills of the Santa Rosa Mountains overlooking the Coachella Valley. Under The Ritz-Carlton flag, the property will be restored to its former level of prominence within the Palm Springs/Coachella Valley.

Boyken International has been retained by the Gencom Group to provide a full-time, onsite Program Management team, whose expert services are employed to bring the project to completion on-time and within budget.

University of Georgia Animal Health Research Center

Athens, Georgia



Project Completion Date

Completed August 2006

Project Size & Cost

72,945 SF
\$35 million

Boyken Personnel

Larry Smith, P.E., LEED AP
Ronny Clark, CCPM

Services Provided

Owner’s Representative
Program Management
Cost Management
Schedule Management
Quality Management
Dispute Resolution

Owner Reference

Georgia State Financing and
Investment Commission

DC Maudlin, Deputy Director
270 Washington Street 2nd Floor
Atlanta, Georgia 30334
(404) 463-5602

Architect

CUH2A
Jon Crane, AIA
1201 Peachtree St., NE, 400
Colony Square, Suite 600,
Atlanta, GA 30361
404-601-8631

The Animal Health Research Center (AHRC) is an existing building, located on the campus at the University of Georgia in the College of Veterinary Medicine. The AHRC is a three-story concrete and masonry structure with a gross area of 72,945 SF. Construction was halted in 1998, and the building has never been commissioned for operation because of construction and operational deficiencies. The project scope involves the following elements:

- Reconstruction of existing facilities to meet all current applicable codes, and correction of defective elements previously installed.
- Upgrading the existing building’s layouts, systems and functions to be at the cutting edge of technology consistent with a world-class BSL-3Ag facility.
- Re-construction and fit-out of the second floor laboratory spaces.

These design/build services were procured utilizing a two-step process including a response to a request for qualifications and a request for proposals sent to the pre-qualified firms. Boyken International is providing complete comprehensive construction program management services including project management, on-site owner’s representative, cost management, schedule management, and quality management.

The University of Texas M.D. Anderson Cancer Center Basic Sciences Research Building

Houston, Texas



The George & Cynthia Mitchell Basic Sciences Research Building at the M.D. Anderson Cancer Center is a multi-storied interstitial building consisting of research laboratories, small animal vivarium, conference facilities, and the Graduate School of Biological Sciences; all totaling approximately 500,000 SF.

Boyken's services consisted of providing on-site staff to assist assigned M.D. Anderson personnel in the administration of the construction contract. These services included the monitoring and coordination of the design and construction teams from the construction manager to the architect on a daily basis as an extension of the MDACC Capital Planning and Management Group.

Date

Completed 2005

Owner

M.D. Anderson Cancer Center

David Bammerlin
Associate Vice President
1515 Holcombe Boulevard Bx
238
Houston, Texas 77030-4095
713-792-2278

Architect

FKP/Simmer, Gunsul-Frasca
Partnership

Leland Turner
Principal
8 Greenway Plaza, Suite 300
Houston, Texas 77046-0801
(713) 621-2100

Services Provided

Program Management
On-Site Owner's Representative
Commissioning Oversight
Cost Management
Occupancy & Move
Management

Centers for Disease Control Emerging Infectious Diseases Building

Atlanta, Georgia



The Emerging Infectious Diseases Building is a 368,250 SF concrete structure that houses bio-safety level (BSL) 2, 3, 3E, and 4 laboratories and support spaces. The building expands CDC's BSL3 and BSL4 capacity, provides core labs for bio-terrorism, Q-fever, infectious disease and contains an animal facility. The project also included a 54,955 SF Central Energy Plant that houses chillers, cooling towers, boilers and associated pumps for the west portion of the CDC Roybal Campus.

Boyken International provided third-party costing and reconciliation with the contractor's estimates at the completion of every design phase. Boyken also led a formal, five-day Value Engineering Workshop. The project was completed in June of 2004 with an estimated construction cost of \$132 million.

Date

Completed June 2004

Owner

Eugene Cole

Centers for Disease Control
1600 Clifton Road, N.E.
Atlanta, Georgia 30333
404-498-2668

Architect

CUH2A

Jon Crane, AIA
1201 Peachtree Street, NE
400 Colony Square, Suite 600
Atlanta, GA 30361-6316
404-815-1212

Services Provided

Cost Management
Value Engineering

Spartanburg Conference/Convention Center and Hotel

Spartanburg, South Carolina



To revitalize the city, the City of Spartanburg negotiated a public/private agreement with Cleveland White Realtors to develop and place a 255-key full-service hotel with an associated 87,000 s.f. conference/convention facility and a nine-hole golf course in the heart of downtown Spartanburg.

The conference/convention facility and underground parking garage is owned by the City of Spartanburg and includes a grand ballroom, junior ballroom, multiple breakout rooms for smaller meetings, a full-service kitchen and food preparation area and spacious pre-function areas, pantry and service areas.

The hotel, flagged as a Marriott Hotel, is owned by the developer. It consists of a nine-story, full-service hotel that includes a grand lobby, lobby lounge, full-service restaurant, meeting rooms, fitness/exercise center, swimming pool, concierge lounge, single rooms, double rooms and suites.

Immediately adjacent to the facility, a golf-learning center, complete with a nine-hole golf course and putting green, will provide landscaped views from the restaurant and bar.

Boyken International, served as the owner's representative, has been instrumental in the feasibility study, development, negotiation and execution of all contractual agreements, and provided construction program management and construction administration services through project completion to ensure the city was treated equitably and fairly throughout the project maximizing the city's investment.

Project Completion Date

Completed December 2003

Project Size & Cost

Hotel: \$26.5 M

Conference Center: \$17.3 M

Parking Garage: \$ 4.9 M

Boyken Personnel

Barry Stein, CCE

Services Provided

Program Management

Owner's Representative

Owner Reference

Ed Memmott

The City of Spartanburg
P.O. Drawer 1749
Spartanburg, SC 29304
(864) 596-3560



SECTION 2 - City Management Start-Up Services Methodology

PROJECT DESCRIPTION

The City of Dunwoody will to commence municipal operations by December 1, 2008 in accordance with the recently approved City Charter. This proposal to provide Start-up and Facilitation Services to the City of Dunwoody is initially intended for a period of October 1st through December 31st, 2008. It is the intent of the City of Dunwoody to establish independently operational City services on December 1, 2008. Boyken International can be available to the City of Dunwoody continued support beyond this time frame is required.

SCOPE OF SERVICES

Boyken International's shall provide those services necessary to assist the city in the start-up functions for the creation of city services. Our focus is to assist the city in identifying the needed functions, retaining the proper personnel and vendors and turning over those city operations to a trained staff as quickly as those personnel can be hired and trained. Some of the key activities include:

- Research and utilize shared information from other local municipalities as a basis the development of processes and procedures, creating a best practices for the City of Dunwoody. (This proposal is predicated on the access to Boyken of proven processes and procedures from other model Cities as selected by the City of Dunwoody for use as model templates in establishing City procedures and processes.)
- Validation of budget and revenue projections.
- Boyken will initiate the plans to establish operating processes and procedures for the following departments:
 - Office of City Manager
 - Finance and Administration
 - City Clerk's Office
 - Information Technology
 - Human Resources
 - Municipal Court
 - Public Works and Parks
 - Development and Zoning
- Create a staffing plan, develop a recommended employee benefits package, secure the benefits package for future staff members.
- Recruit and facilitate the hiring of city employees for approximately 17 key positions to start work effectively by January 1, 2009 and establish the process for hiring 23 more by March 1, 2009.



- Work with the Financial Director (consultant) to establish the city accounting system and procedures for invoicing and payments. We will support the financial director with staff to achieve their objectives for collection of revenue and processing of payments, including payroll, taxes, and insurance.
- Facilitate new employee orientation and initial training by the Department Heads for staff positions prior to December 1, 2008.
- Arrange for and set up a temporary City Hall to be available to City employees. Work with city officials and recommend site for a temporary City Hall. Work with the design professionals, and real estate consultants to design the temporary facility and manage the construction.
- Work with City Council and Mayor to establish the IT system parameters. Interview sister cities to obtain best practices and develop a recommendation for the IT system to support the city's functions. Working with the city's IT director (if available) and implementing the approved system design for phones; data input and sharing; record keeping; work order processing and other necessary functions.
- Working with the appointed City Manager (if available) establish the city's operation procedures and systems to support the office operations, City Clerk's office, Public Works administration and Municipal Court.
- Identify vendors for public works services, establish an RFP process, secure competitive bids and establish work order procedures. Vendors to be identified include road maintenance, park maintenance (interface with DeKalb County), electric lights, traffic signals, storm water projects and other required capital expenditures.

PROJECT APPROACH

Boyken International will undertake the following process:

1. Kick-off Meeting - Boyken will coordinate a kick-off meeting with the Mayor, City Council, and city stakeholders. The purpose of this meeting is to establish clear lines of communication among all team members and to develop a Total Team Approach to the start-up and facilitation process. Key issues to be discussed at the kick-off meeting include:
 - Review goals and objectives
 - Develop team organization, establish and understand decision-making process and lines of communication
 - Identify and resolve any apparent bottlenecks which may impede the progress of process
 - Review long term City organizational structure
 - Outline phasing requirements
 - Review and discuss access and availability of 3rd party contractors or vendors
 - Determine schedules and priorities
2. Start-up and Facilitation Plan - Boyken will draft a start-up and facilitation plan and schedule that will outline all major activities during the anticipated start-up period. The plan will include the identification of all key team members and consultants, key schedule milestones, and an organizational chart and responsibility matrix. The basis for this plan will be developed during the kick-off meeting and refined over a two (2) week period following that meeting.

At a minimum, the plan will consist of the following elements:

- a. Goals and Objectives
 - b. City Requirements
 - c. City Status
 - d. Delivery Strategy
 - e. Budget
 - f. Schedule
 - g. Transitional Team Organizational Chart
 - h. Team Directory
3. Plan Implementation and Management – Boyken’s execution of the Start-up and Facilitation Plan will be carried with the assistance of the general guidelines shown in exhibit “A” to this proposal. Boyken will work with the City of Dunwoody to tailor the guidelines and principles specifically for the City of Dunwoody.
 4. Boyken International shall validate the initial budget (revenue and expenses) developed by the task force in identifying any issues and bring them to the City Council with recommendations for resolution.



STAFFING

The City of Dunwoody has identified personnel to fill the following positions. Boyken International anticipates working alongside the staff in these positions to advance the start-up and facilitation plan for the City of Dunwoody:

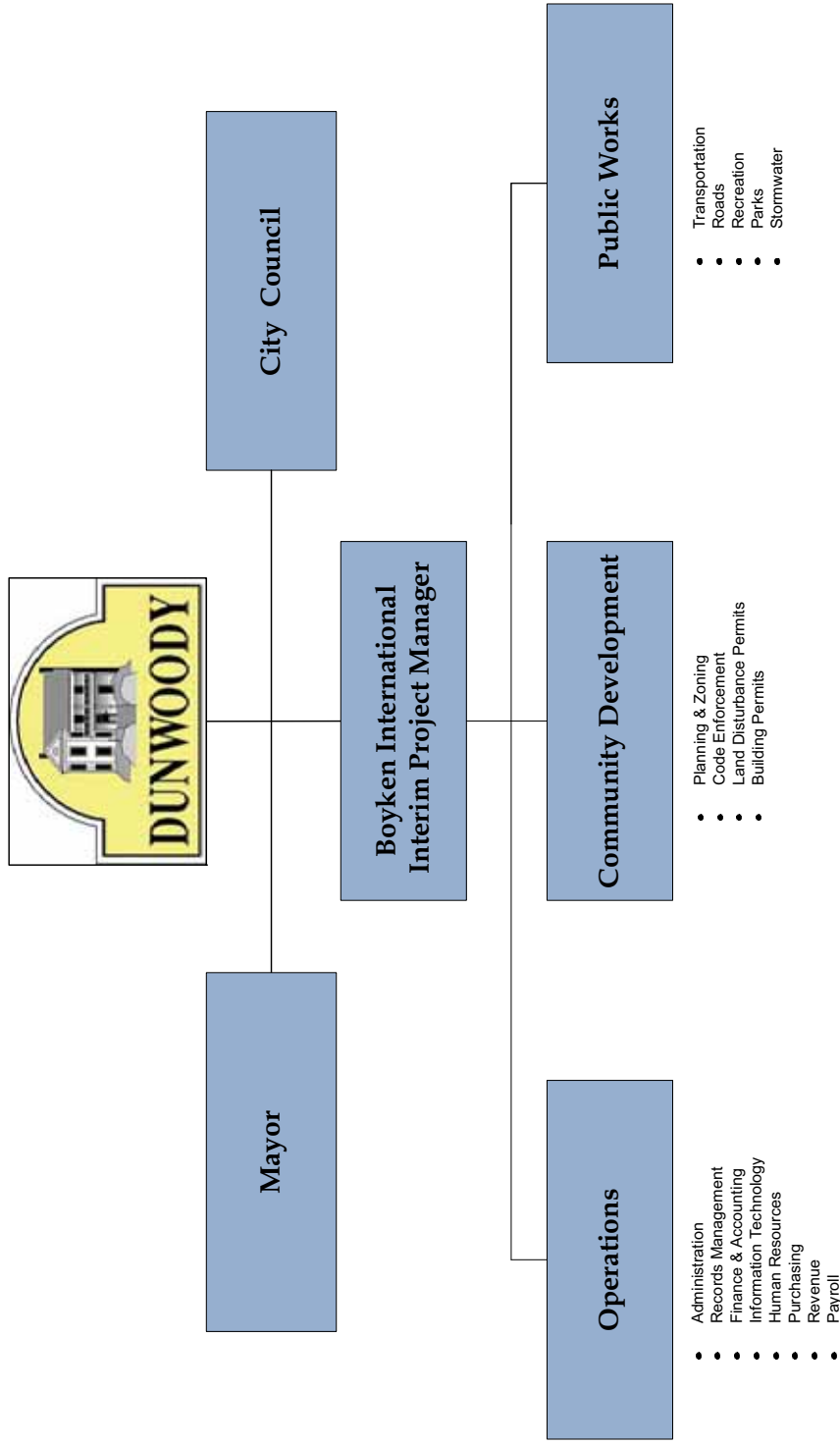
- Chief of Police
- Director of Finance and Administration
- City Attorney

To supplement the City staff noted above, Boyken will provide staff to perform the functions of the City of Dunwoody to provide the services described above to the Mayor and City Council:

- Donald R. Boyken
Don will be responsible to the Mayor and City Council for reporting to the City of Dunwoody, leadership participation in public meetings as necessary, and the overall performance of the Boyken Team.
- Barry Stein
Barry will be responsible to the Mayor and City Council for the overall service delivery oversight of the Boyken team providing leadership and support as appropriate.
- Jeff Jones
Jeff will be responsible for the day-to-day implementation of the plan. He will work with the Mayor and City Council and designated consultants to achieve the stated objectives and train the new personnel.
- Lesley Baker
Lesley will be responsible for filling an active role in the start-up and facilitation process, supporting Jeff Jones and the project finance director.
- Thomas Everitt
Thomas will develop and initiate an outline plan for the information technology needs of the new City.
- Angela Redfern
Angela will be responsible to the Mayor and City Council for the planning of the employee benefit program and implementation the hiring process required to fill the City staff positions.
- Carol Hancock
Carol will be available to provide professional administrative support for Chief of Police and the Director of Finance and Administration to be housed in Boyken's Corporate offices.
- Cheryl Cattenhead
Cheryl will be available to provide additional professional administrative support as required for the team.



SECTION 3 - City Management Functional Chart



The Complete Resources of
BOYKEN INTERNATIONAL INC.



Donald R. Boyken, FCCC, FRICS

Chief Executive Officer



Registrations Certified Cost Consultant #986 -1986
Certified Inspector, Environmental Assessments & Audits
#1095-A –1991

Education Masters of Business Administration, Auburn University
Bachelor of Science, Building Construction, Virginia Tech University

Professional Affiliations AACE International – Fellow, Certification Board, Editorial Board
Royal Institution of Chartered Surveyors, Fellow
American Society of Professional Estimators
American Institute of Constructors
American Society of Testing and Materials
American Arbitration Association
American Association of Airport Executives
American Institute of Architects (Associate Member)

Donald Boyken provides project coordination and comprehensive construction cost, value and progress evaluations on numerous major construction projects. He feels strongly that the Program and Project Managers must work with both the design team and the owner toward the common goal of achieving design solutions that are functional, efficient, and cost effective. As Chairman and CEO of Boyken International, Inc., he has the ultimate responsibility for the technical review and quality assurance of the firm’s work. He also serves as an expert witness for clients when the firm is engaged for Litigation Support assignments.

Mr. Boyken has been instrumental in working with clients who have critical project problems, not only finding solutions, but also helping owners with the implementation of these solutions. His work as a Contractor, Project Engineer, Cost Analyst and Turn-Around Specialist uniquely qualifies him, and the firm, to advise clients on projects with foreseeable problematic issues and to resolve the conflicts before they become a hindrance to the project.

Mr. Boyken has also provided expert witness testimony regarding project costs, defective construction, project means and methods, and costs for foreclosed or bankrupt properties in cases involving airports, apartments, office buildings and sports arenas. He has led the firm in the development of computer video and animation graphics as trial aids and was instrumental in achieving industry recognition of the firm’s current success.





Donald R. Boyken, FCCC, FRICS

Chief Executive Officer

*Relevant Project
Experience*

- East Terminal Expansion, Hartsfield-Jackson International Airport — *Atlanta, Georgia*
- Atrium, Hartsfield-Jackson Atlanta International Airport — *Atlanta, Georgia*
- Birmingham International Airport — *Birmingham, Alabama*
- Flight Simulator Building — *Hunter AFB, Georgia*
- Nashville Airport Runway Expansion Program — *Nashville, Tennessee*
- Cincinnati Airport Concourse B Expansion — *Cincinnati, Ohio*
- Regent Hotel & Casino — *Las Vegas, Nevada*
- Douglasville Hotel & Conference Center — *Douglasville, Georgia*
- Opryland Hotel Delta Expansion — *Nashville, Tennessee*
- 350-Room Hotel Cost Comparison — *Hangzhou, China*
- Atlantis II — *Paradise Island, Bahamas*
- Mohegan Sun Resort & Casino — *Uncasville, Connecticut*
- Environmental Science & Technology Building, Georgia Tech — *Atlanta, Georgia*
- Geology & Energy Building, Emory University — *Atlanta, Georgia*
- Georgia Tech Olympic Program — *Atlanta, Georgia*
- Kennesaw College of Business — *Kennesaw, Georgia*
- Physics/Earth Science Building, Emory University — *Atlanta, Georgia*
- SEB, Georgia Institute of Technology — *Atlanta, Georgia*
- Spelman College Living and Learning Center — *Atlanta, Georgia* Pediatric Oncology Hospital — *Cairo, Egypt*
- Baptist Hospital of Miami — *Miami, Florida*
- Eisenhower Medical Center — *Fort Gordon, Georgia*
- Hospital Life Safety Upgrades — *MacDill AFB, Florida*
- J.D.M. Medical Building — *Fayetteville, Georgia*
- Sunrise Hospital — *Las Vegas, Nevada*
- St. Francis Hospital — *Tulsa, Oklahoma*
- Emory Chemistry Building — *Atlanta, Georgia*
- Mendel Hall Chemistry Lab Building, Villanova University — *Villanova, Pennsylvania*
- Four Seasons Resort — *Nevis, West Indies*
- The Venetian Resort & Casino — *Las Vegas, Nevada*
- London Heathrow International Airport — *London, England*
- The Bay Resort — *Providenciales, Turks & Caicos Islands, British West Indies*



Barry D. Stein, CCE

Project Directory



Education Masters of Business Administration, Kennesaw State University
Bachelor of Science, Civil Engineering, Ohio State University

Professional Certifications Certified Cost Engineer – AACE International

As Director of Atlanta Operations, Barry Stein is responsible for project management activities for a variety of project types. These project types include master planning prior to program definition, budgeting and financial analysis during the design phase, and construction management during site construction and closeout.

Mr. Stein has been managing the construction of buildings and interiors since 1985. He is experienced in managing many simultaneous projects and facing grand opening deadlines that demand high energy participation by all parties. His skills and attitude are key components of successful project management for multi-faceted projects.

Mr. Stein leads the Boyken team through the processes of developer negotiations, design phase cost management, and construction oversight services. Mr. Stein developed and administered a funding distribution program that determined the breakout of monthly pay applications between various funding sources.

Mr. Stein leads team members prior to the selection of the Architect and has been responsible for cost management during design. Mr. Stein created new contractor qualification procedures for Boyken to use in DNR projects.

Relevant Project Experience

- Ellis Square Underground Parking Garage — Savannah, Georgia
- Liberty Street Parking Garage — Savannah, Georgia
- Georgia DNR, The Retreat at Lake Blackshear — Cordele, Georgia
- Fulton County Justice Center — Atlanta, Georgia
- Douglasville Hotel & Convention Center — Douglasville, Georgia
- Spartanburg Conference/Convention Center and Hotel — Spartanburg, South Carolina
- West Virginia University Jackson's Mill — Weston, West Virginia





Barry D. Stein, CCE

Project Director

*Relevant Project
Experience*

- 8 Corporate Square — *Atlanta, Georgia*
- 12 Corporate Square — *Atlanta, Georgia*
- Atlanta Merchandise Mart Expansion — *Atlanta, Georgia*
- Design Center of the Americas — *Ft. Lauderdale, Florida*
- Atlanta Apparel Mart Expansion — *Atlanta, Georgia*
- San Francisco Fashion Center — *San Francisco, California*
- Inforum — *Atlanta, Georgia*
- Atlanta Gift Mart — *Atlanta, Georgia*
- ILD Teleservices — *Atlanta, Georgia*
- Winstar Telecommunications — *Atlanta, Georgia*
- LaSalle Partners — *Atlanta, Georgia*
- Galleria 400 Complex — *Atlanta, Georgia*
- Silver Dollar City — *Stone Mountain, Georgia*
- Playdium Entertainment Corporation — *Toronto, Canada*
- Simbol Commercial/Kimberly-Clark, 909 Walnut Street Development —
Kansas City, Missouri



Jeffrey S. Jones, PE, CCE

Project Manager / Resident Engineer & Inspector



Registrations Registered Professional Engineer, State of Georgia
Certified Cost Engineer, AACE International
Certified Project Designer – META Institute
ASEPA/AHERA Accredited Inspector – The Environmental Institute
Certified in Lead Paint Hazard and Risk Assessment Management–
Georgia Tech, Atlanta, Georgia
Certified Fluid Handling Specialist – ITT Corporation

Education Bachelor of Science, Mechanical Engineering, University of North Carolina at Charlotte

Professional Affiliations AACE International
The Environmental Institute

As Senior Project Manager, Jeffrey Jones is responsible for timely and accurate delivery of all services provided by Boyken. Mr. Jones has experience leading the project teams in proactively monitoring quality and costs throughout the design and construction of a project. Typical projects include condominium, retail, hospital and high containment laboratories, which are highly technical and include multiple discipline team members. In addition to extensive project management, the specific costing services for which Jeff is well versed include phased cost estimates, quality control, contractor reconciliation, VE sessions, and schedule management services.

Mr. Jones also provides mechanical design expertise for Boyken projects; including estimates for HVAC, piping and air handling systems when they represent a significant portion of hospital, research/bio-containment laboratory or airport projects. Additionally, Mr. Jones provides technical expertise on a wide range of project services including Building Commissioning, Facility Assessments and Monthly Construction Reporting.

Mr. Jones has been successfully managing construction projects and providing consulting engineering experience since 1984 and brings this vast experience and expertise to Boyken. Prior to joining the Boyken team, he served as a Project Manager, Department Head, and Associate Engineer for several Architectural/Engineering firms in the southeastern United States.



Jeffrey S. Jones, PE, CCE

Project Manager / Resident Engineer & Inspector

Relevant Project Experience

- The Wharf — *Orange Beach, Alabama*
- Ashton Woods Condominiums — *Atlanta, Georgia*
- The Retreat at Blackshear Marina — *Cordelle, Georgia*
- Walnut Street Mixed Use Development — *Kansas City, Missouri*
- Unum Provident Office Building — *Chattanooga, Tennessee*
- French Lick Resort — *French Lick, Indiana*
- Renaissance Arts Hotel — *New Orleans, Louisiana*
- Centers for Disease Control, Buildings 20 & 21 — *Atlanta, Georgia*
- Emory University Woodruff Memorial Biomedical Engineering Lab — *Atlanta, Georgia*
- Centers for Disease Control, Roybal Campus Infrastructure — *Atlanta, Georgia*
- Hartsfield-Jackson Atlanta International Airport, International Terminal — *Atlanta, Georgia*
- Warm Springs Campus — *Warm Springs, Georgia*
- University of Georgia Animal Health Research Center — *Athens, Georgia*
- NIAID Rocky Mountain Lab, BSL-4 Lab & Animal Facility — *Hamilton, Montana*
- Green Valley Ranch Hotel — *Las Vegas, Nevada*
- Longwood University — *Farmville, Virginia*
- Euro Disneyland — *Paris, France*
- Atlantis III — *Paradise Island, Bahamas*
- Morgan County State Prison — *Morgan Tennessee*
- Birmingham International Airport — *Birmingham, Alabama*
- Fulton County Jail — *Atlanta, Georgia*
- Cancer Center for Excellence at Grady Hospital — *Atlanta, Georgia*
- Liberty Street Parking Garage — *Savannah, Georgia*
- Ritz-Carlton — *Grand Cayman, Cayman Islands W.I.*
- 47 Trinity Building — *Atlanta, Georgia*



Lesley Baker, CCPM

Assistant Project Manager



Registrations Certified Construction Project Manager

Education Southern Polytechnic University

Lesley Baker contributes excellent interpersonal skills, a team approach, technical knowledge, and sound management practices to the coordination of Boyken International's projects. With the Client's goals in mind, Ms. Baker dedicates herself to the fullest to guarantee that the project design, quality, technical budget, and schedule requirements are achieved. As a dedicated employee, Lesley has been employed at Boyken International for the past three years. During this time, Ms. Baker has interfaced on a number of projects, coordinated Boyken's project management efforts on a multi-million dollar construction project, and has "hands on" field experience.

Specific job duties while at Boyken include, project management services, ongoing visits to project sites, as well as the coordination of design work, management of the contractor, and coordination of FF&E. Ms. Baker also completed a Project Success Method course in January 2006.

Relevant Project Experience

- University of Georgia Animal Health Research Center — *Athens, Georgia*
- Creekridge — *Cleveland, Tennessee*
- Cancer Center for Excellence at Grady Memorial Hospital — *Atlanta, Georgia*
- The Resort and Golf Club at Lake Blackshear — *Cordele, Georgia*
- Hartsfield-Jackson Atlanta International Airport — *Atlanta, Georgia*
- Knoxville Central Transit Center — *Knoxville, Tennessee*
- Morgan County State Prison — *Morgan, Tennessee*
- University of Alabama — *Tuscaloosa, Alabama*
- One & Only Resort — *St. Lucia*
- Holiday Inn — *Birmingham, Alabama*
- Clemson Memorial Stadium Renovation — *Clemson, South Carolina*
- Atlantis III — *Paradise Island, Bahamas*
- 47 Trinity Building — *Atlanta, Georgia*





Lesley Baker

Project Manager

*Relevant Project
Experience*

- NIAID Integrated Research Facility — *Ft. Detrick, Maryland*
- Centers for Disease Control, Buildings 18 & 20 — *Atlanta, Georgia*
- Ellis Square Underground Parking Garage — *Savannah, Georgia*
- Columbus River Center — *Columbus, Georgia*
- The University of Texas M.D. Anderson Cancer Center — *Houston, Texas*
- Norman Manley International Airport — *Kingston, Jamaica*



Thomas Everritt, MCP

IT Manager



Registrations Microsoft Certified Professional (MCP)
Cisco Certified Network Associate (CCNA)
CompTIA A+ and Network+
US Army System and Network Security

Education Master of Science, Computer Information Systems - Georgia State University
(Received 2005 Cotterman Award for Most Outstanding Academic Record 4.0 GPA)
Bachelor of Science in Business Management - University of Maryland

Affiliations Boys Scouts of America Leader (maintains website)

Thomas Everritt provides Boyken International with over 24 years of experience in information technology. Prior to joining Boyken, Mr. Everritt was an IT Manager at Fort Gillem for the United States Army, in which he quickly rose from the enlisted ranks to officer, and achieved the grade of Major. Also while enlisted, he specifically served as an Army Ranger Team Chief in a Special Operations unit. It was during this time, he earned both his Bachelor and Master degrees during after duty hours.

At Boyken, Mr. Everritt is an enthusiastic, results-oriented IT leader who provides effective business solutions. He has also demonstrated a proven ability to identify issues and resolve them before they become problematic, and has a solid track record at Boyken as a leader and manager. Mr. Everritt has gained extensive experience managing up to 229 people and \$21 million worth of IT equipment, resulting in the capability to effectively manage people, time and money.

Relevant Experience Positions held in the United States Army:

- Company Commander*
- Human Resources Officer*
- Assistant Operations Officer*
- Detachment Commander*
- Executive Officer*



Angela Redfern, PHR

People Development Manager



Registrations Professional in Human Resources (PHR)
Certified Human Resource Manager, University of West Georgia
Professional Human Resources Certified

Education B.S. Business Administration, Mercer University, Minor in Computer Science, 1993
Human Resource Management Certificate, University of West Georgia, 2002

Professional Affiliations Society for Human Resource Management; National Member (SHRM)
Society for Human Resource Management; Atlanta Chapter (SHRM-ATL)
Graduate of Leadership Douglas Program (Douglas County, GA)
State of Georgia Notary Public
National Notary Association Member (NNA)

Angela Redfern provides Boyken International with over 13 years of experience in human resources, employee relations, organizational development, conflict resolution, and management. She also has expertise in recruitment, contract negotiation, and quality management. Prior to joining Boyken, Ms. Redfern was Director of Human Resources/Operations for an IT Consulting and Web Development firm. Her training and development included worker safety environments, sexual harassment awareness and reporting for supervisors, and documentation of worker compensation claims.

As People Development Manager at Boyken, Ms. Redfern acts as a liaison with other departments in the company over candidate selection/rejection, organizes and conducts induction training sessions for all new employees (Boyken University), and manages health insurance and 401K plans. Ms. Redfern has excellent verbal and written communications skills, which has helped her gain significant experience in professional presentations.





SECTION 4 - Fees

Fees for services are estimated based on the project approach as outlined above. The amount of time is variable and is anticipated to be reduced as Boyken International staff hire key city personnel and turn over the day-to-day operations to them.

Boyken International shall provide the services on an hourly reimbursable basis using the discounted hourly rates included in the proposal. The projected time has been estimated for each staff member. We anticipate the most significant amount of time shall be used during the initial 45-60 days as city staff members are hired and trained. Based on our hourly estimates, we expect the budgeted time to be as follows. Actual time shall be captured on a weekly basis and the city shall be invoiced only the hours used.

October 2008	\$100,000
November 2008	\$90,000
December 2008	<u>\$80,000</u>
Budgeted Fees	\$270,000

Fees for 2009 shall be estimated in December 2008 after a work plan for 2009 has been established and the scope of work has been agreed upon by the city.

REIMBURSABLE EXPENSES

Reimbursable expenses incurred during the course of the referenced project are not included in the proposed fee and will be billed separately to the Client. Reimbursable expenses shall include only the actual expenditures made in the interest of the project for expenses such as art materials, photographic film and processing, duplication and printing charges, postage, express mail deliveries and courier services, travel, lodging and meals in connection with long-distance travel, local transportation, and computer utilization.

Reimbursable expenses will be billed at cost. A summary of reimbursable costs will be included with each invoice. If detailed back-up of reimbursable expenses is required, 10% will be added to the invoice for administrative costs, copying and handling. Reimbursable expenses will be billed at the following rates:

Out-of-Town Travel and subsistence costs	At Cost
Personal Auto (Out-of-Town Travel)	\$0.585 per mile
Telephone, Overnight Delivery & Courier	At Cost
Facsimile	\$1.00 per page
Photocopies/ In-House B&W Printing & Reproduction	\$0.10 per page
Outsource Printing & Reproduction	At Cost
In-House Color Printing & Reproduction	\$1.00 per page
Web Conferencing	\$1.00 per minute per location
Miscellaneous Expenses	At Cost
Office Rental for 3 city consultants (actual cost if new space is acquired)	\$3,000/month





HOURLY RATES

Boyken International proposes the following personnel at discounted hourly rates. Staff shall be used on an as needed basis to accomplish the tasks necessary to facilitate the hiring of key city staff and personnel with the goal to turn over operations to those key staff members as quickly as possible.

Boyken Staff Member	Current Hourly Rate	City of Dunwoody Rate
Jeff Jones	\$160	\$145
Lesley Baker	\$90	\$80
Thomas Everitt (IT)	\$160	\$145
Angela Redfern	\$90	\$80
Carol Hancock	\$75	\$70
Cheryl Cattenhead	\$55	\$50
Senior Management Member		
Donald R. Boyken	\$350	\$300
Barry Stein	\$225	\$200

TERMS AND CONDITIONS

All fees, additional services and reimbursable expenses are quoted in US dollars, exclusive of all taxes, assessments, duties or other charges assessed by governments other than taxes assessed on company profits.

Invoices will be sent on a monthly basis. Payments, which are not received in full within thirty (30) days, will be subject to a 1½-% carrying charge per month.

Boyken International reserves the right to re-negotiate the stated fees if: 1) the project scope and/or schedule is changed due to alternates or deletions outside the original scope of the work, or 2) services have not been initiated within (90) days of this agreement and/or services are not completed within twelve (12) months of this agreement through no fault of Boyken International, Inc.

The Owner specifically agrees that the Owner, or any subsidiary of the Owner, shall not pursue Consultant's staff for employment directly, or indirectly, either as a direct employee or an independent consultant during the term of this Agreement and for twelve months following the termination of this Agreement, except with Consultant's consent. In the event that the Owner shall so employ any of the Consultant's staff, the Owner agrees to reimburse Consultant an additional twelve (12) months fee for each staff member employed by the Owner.

LIMITATIONS

Notwithstanding the above, it is understood and agreed that the Consultant shall not be liable to the Client for any acts, errors, or omissions resulting from the exercise of bonafide professional and/or business judgment by the Consultant or its officers, agents, or employees in the performance of its Services (except for gross negligence or willful misconduct) which results in any loss, claim, demand or injury to the Client. In any event, such liability shall be limited to the amount of the Consultant's fee.





EXHIBIT A - City Start Up Guidelines Checklist

Newly Incorporated Cities: Guidelines for Successfully Transitioning to Cityhood

INTRODUCTION

So the incorporation election was successful and a new city is formed. Congratulations! After the traditional election night celebration winds down, the long-winded “thank you” speeches mercifully end, and the last champagne bottle is emptied, the real work for transitioning to cityhood begins. How to start? To many, this seems like a daunting and complicated process for some very valid reasons: (1) your “city” does not really become a city until the effective date; (2) your city has no money; and, (3) your city cannot legally enter into contracts or collect revenues. What is a “city in waiting” really supposed to do?

This guide is designed to provide a general overview of how newly incorporated cities can effectively use the time between the incorporation election date and the new city’s effective date to help ensure a smooth transition into cityhood. This is not a comprehensive guide, and you should always consult with legal counsel. This guide, however, will provide some time-tested advice and information to at least get started on the transition process.

For reference, this guide is divided into five major sections: (1) Introduction; (2) Key Terms; (3) Pre-Incorporation Transition Period; (4) Effective Date of Incorporation Tasks; and (5) Post-Incorporation Transition Period.

KEY TERMS

Here are a few key terms that will be used throughout this guide:

Effective Date of Incorporation

The “Effective Date of Incorporation” is the date identified as the new city’s first “official” day. This is the day that all municipal, legislative and police power functions officially transfer to the new city. Although there’s much work to do getting the new city ready for its “opening day”, prior to the effective date, the county and any effective agency remain responsible for all governmental functions.

Pre-Incorporation Transition Period

There are two periods of time that encompass a new city’s “transition period”: (1) the Pre-Incorporation Transition Period and (2) the Post-Incorporation Transition Period. The Pre-Incorporation Transition Period is that period of time between the incorporation election and the “Effective Date of Incorporation”.

Post-Incorporation Transition Period

The Post-incorporation Transition Period is that period of time between the “Effective Date of Incorporation” and the end of that current fiscal year, at which time all service responsibility transitions to the new city. This transition period can be as long as one full fiscal year, or as little as a few months of the fiscal year, depending on the timing of the effective date.



PRE-INCORPORATION TRANSITION PERIOD

Prior to the city's effective date, the council-elect should develop an overall plan and organizational structure for the city's operation, including a transition plan for all municipal services. Although each county and new city will have their own unique requirements for transitioning services, there are several items of a general nature that will apply to all new cities:

- The new city should coordinate with their legal counsel to ensure that all necessary filings have been completed with the state to accurately identify the city's official jurisdictional boundary, population count, and property and sales tax revenue allocations.
- The new city has no legal standing until the Effective Date of Incorporation.
- The county obligation to transition services does not begin until the Effective Date of Incorporation, and the county cannot legally transfer any service until that time.
- The county must ensure that its revenue/cost tracking processes for determining the net cost of Transition Period services are in place to begin tracking on the Effective Date of Incorporation.
- The county is required to continue processing all development and other types of applications until the Effective Date of Incorporation unless the applicant requests a delay. The city can impose a delay on processing applications only during the Post-Incorporation Transition Period after the Effective Date of Incorporation. Information should be made available at the County's "public counter" explaining this to avoid confusion on the part of applicants.

Pre-Incorporation Transition Period Checklist

The new city and the city council-elect will have a variety of responsibilities that should be completed to prepare for the city's first day of operation. Below is a general "checklist" which identifies key activities.

- (Again, these tasks should be tailored depending on specific circumstances and the affected agencies involved.)
- Interview candidates for position of Interim City Manager.
- Interview candidates for position of Interim City Attorney.
- Interview candidates for administrative support and/or Interim City Clerk.
- Draft procedures for establishing the Office of City Treasurer (if not elected).
- Verify appropriate filings are complete with the State Board of Equalization for sales and property tax allocations.
- Begin researching potential banking relationships, draft an initial investment policy and inquire about the establishment of a loan/line of credit.
- Research insurance coverage and surety bonds, and identify risk management alternatives.
- Verify that all ordinances, resolutions and codes are identified and ready for adoption on the Effective Date of Incorporation. (Please refer to the list of resolutions/ ordinances in the "Effective Date of Incorporation Tasks" section of this Guide.)
- Draft resolutions for public health, filing of documents, collection of sales and other taxes, boundary maps, etc.
- Draft guidelines for Planning Agency function.
- Draft set of City Council procedural matters.
- Draft interim procedural processes, documents, and forms for city operations.
- Research locations for temporary city hall offices and meeting space for use during the transition period.
- Locate furniture, fixtures and equipment for office operations.



- Verify that temporary space is available and in operation on the city's first day.
- Identify information management needs and establish temporary system.
- Identify telecommunication and computer needs, purchase equipment and implement system.
- Identify and develop draft City website and email requirements.
- Coordinate with the various County departments regarding contracts, MOUs, costs, transition and support service requirements.
- Develop a preliminary service transition plan for services city desires to transfer immediately.
- Meet and coordinate with other applicable affected agencies regarding services, contracts, MOUs, legislative requirements, etc.
- Develop a preliminary budget for the Transition Period Fiscal Year.
- Initiate contact with respective area Council of Governments, Transportation Authorities/ Commissions, Joint Powers Authorities and other local agencies that provide
- revenues/services to the new city.
- Provide contact information of key staff to all local agencies.

Consultant "Best Efforts" Agreements

The new city will have no revenue during the Pre-Incorporation Transition Period, and only limited revenue for several months during the Post-Incorporation Transition Period. Additionally, the new City Council-Elect will not have legal standing to commit city funds or sign contracts until the Effective Date of Incorporation. In order to execute the various responsibilities and actions identified above, historically new cities have entered into "Best Efforts" agreements with one or more consultants and/or firms to assist in these activities. These consultants/firms generally are required to fund all costs associated with establishing the city and beginning operations, with only a "promise for reimbursement" once the city starts receiving sufficient revenues. Additionally, it is also common practice to seek "lines of credit" with either the county, or a local financial institution in order to create a sufficient cash flow for reimbursing these costs. This line of credit, if established, cannot be accessed until after the Effective Date of Incorporation.

County & Other Affected Agencies Checklist

During the Pre-Incorporation Transition Period, the county and other affected agencies are responsible for establishing the revenue and cost tracking system each will use when the Post Incorporation Transition Period begins. This system will quantify the net costs of services provided to the city during the Transition Period. The revenue and cost tracking systems can take different forms depending on the service requirements and data base capabilities of each agency. Generally only those costs and revenues that will transfer to the city should be tracked.

- Establish a complete Assessor Parcel Number (APN) list for the new city jurisdiction from the official map and legal description.
- Coordinate with the Department of Revenue for the establishment of new Tax Rate Area (TRA) numbers for the new city jurisdiction.
- Develop the new city's allocation factors for all Property Tax allocations (General Fund, Structural Fire Fund, CSAs detached and transferred, Special districts, etc).
- Establish an internal system for identifying and tracking the following revenue and cost elements as applicable:



- Sales and Use Tax.
- Property In Lieu of Sales Tax.
- Transient Occupancy Tax
- Franchise Fees (generally Electricity, Natural Gas, Cable TV, Water, Solid Waste, etc.).
- Documentary Transfer Tax.
- Fines and Forfeitures (only those that will transfer to the new city).
- Special Assessments (excluding AB 8 Property Tax) for all Special Assessment Districts such as Landscape Maintenance Districts, Lighting Districts, and CSAs, etc.
- Revenues (excluding Property Tax and Special Assessments) and costs associated with all Special Assessment Districts such as Landscape Maintenance Districts, Lighting Districts, and CSAs, etc.
- Revenues and costs associated with providing Animal Control and Sheltering services.
- Revenues and costs associated with providing Recreational services.
- Revenues and costs associated with providing Land Use Planning services.
- Revenues and costs associated with providing Engineering and Surveying services.
- Revenues and costs associated with providing Building and Safety Permit, Plan Check and Inspection services.
- Revenues (excluding Streets & Highways Code Sections 2104, 2105, 2106 and 2107 Fuel Taxes) and costs associated with providing Road and Traffic Signal Maintenance services.
- Revenues and costs associated with providing Street Sweeping, Local Drainage, Weed Abatement and Landscape Maintenance services.
- Costs associated with providing Fire Protection and Emergency Medical Services.
- Costs associated with providing Law Enforcement services.
- Costs associated with maintaining Parks, Trails, and other Public Facilities.
- Costs associated with the Incorporation Election.
- Develop a list of all Fees for Services in place that will initially transfer to the new city for submittal to the new city.
- Develop a report of all fees, competitive grants, and other revenues (excluding fuel and non-competitive revenues) collected from internal and other agencies applicable to projects in progress or planned the new city jurisdiction. List should include unexpended Development Impact Fees collected from projects within the new city jurisdiction prior to incorporation.
- Develop a list of all local parks, trails, and other public facilities that will transfer to the new city. (NOTE- Do not include any park, trail, and other facility that is considered "regional" and/or will remain an asset of the county/affected agency.)
- Develop a list of all economic development, environmental, recreational, and other applicable programs and services that will transfer to the new city. (NOTE – Do not include programs that remain a required County provided program or service.)
- Develop a list of projects planned and/or in progress within any Redevelopment Project Area or Sub-Area partially or wholly encompassed within the new city jurisdictional boundary for submittal to the new city. Identify funding status and any outstanding indebtedness/obligations from bond/indenture issuance.
- Develop a status report of all projects that are in the Planning, Permitting and/or Inspection process that will not be completed and closed out prior to the Effective Date of Incorporation for submittal to the new city.



- Develop a status report of all major Capital Improvement transportation and other projects that are in planning or in progress and will not complete prior to the Effective Date of Incorporation for submittal to the new city.
- Develop a list of all county administered Community Facilities Districts (CFD) for submittal to the new city. (NOTE – Generally the applicable county/affected agency will continue the management and legislative/administrative oversight responsibilities for any CFD that is in existence on the Effective Date of Incorporation.)

EFFECTIVE DATE OF INCORPORATION TASKS

On the Effective Date of Incorporation, the new city will have several tasks that must be completed at the first city council meeting. Generally, the first order of business for the city council after being sworn in is the selection of the Mayor and Mayor Pro Tempore. Subsequent to those appointments, the city council then must adopt all mandatory urgency ordinances, agreements and resolutions necessary to conduct business as a legal municipality. Additionally, the city council may also adopt any additional agreements, resolutions, etc. not considered mandatory but desired.

The following is a listing of all general mandatory items that the new city must adopt. Also included are common optional items that are jurisdictional specific, and those that the new city may consider for adoption:

- Urgency Ordinances
- The following Ordinances are either required or recommended to be adopted on the Effective Date of Incorporation and will go into effect immediately.
- Urgency Ordinance providing for all county Ordinances to remain in effect for 120 days.
- Urgency Ordinance establishing a Special Gas Tax Street Improvement Fund.
- Urgency Ordinance adopting a Documentary Transfer Tax.
- Urgency Ordinance to continue the existing Transient Occupancy Tax. (As applicable)
- Urgency Ordinance to continue the existing Business License Tax. (As Applicable)
- Urgency Ordinance to continue the existing Utility Users Tax. (As Applicable)
- Urgency Ordinance transferring Tax Assessment and Collection Duties to the county Assessor and Tax Collector
- Urgency Ordinance adopting any local Major Bridge and Thoroughfare Fees. (As applicable)
- Urgency Ordinance adopting any locally specific programs mandatory for receiving transportation and other program revenues. (As applicable)
- Urgency Ordinance establishing the City Council as the City Planning Agency.
- Urgency Ordinance declaring the City Council as the Redevelopment Agency for the City. (As applicable)
- Urgency Ordinance creating and establishing a City Manager form of government and the position of City Manager.
- Urgency Ordinance adopting an interim City Seal.



Other Ordinances

- The following Ordinances may be adopted as a “first reading” followed by a “second reading” at a subsequent meeting. If adopted, they become effective 30 days later.
- Ordinance establishing an interim Claims Procedure.
- Ordinance providing for City Council member salaries.
- Ordinance authorizing City Council Reimbursement for Expenses Incurred in Performance of their Duties.
- Ordinance establishing interim Personnel & Administrative Rules.
- Ordinance establishing the city interim Municipal Code.

Resolutions

- Continuation of County and State Services/Laws
- Resolution adopting all county resolutions applicable to the city.
- Resolution requesting continuation of county services during the transition year.
- Resolution requesting continuation of traffic enforcement services by the California Highway Patrol. (90 Days)
- Resolution authorizing county officials to enforce laws in the city during the transition year.
- Resolution providing for enforcement by the county health officer of all State health laws and regulations within the city.

City Operations

- Resolution designating the time, date and location for regular City Council meetings.
- Resolution appointing the City Manager, City Attorney, City Clerk, City Treasurer, Purchasing Agent.
- Resolution appointing a City Engineer.
- Resolution approving agreement to provide interim financial services.
- Resolution approving agreement for interim City Manager services.
- Resolution approving agreement for interim legal services.
- Resolution designating locations for posting of agendas, ordinances, and/or resolutions required by law to be posted.
- Resolution establishing procedure for selection of Mayor and Mayor Pro-Tempore.
- Resolution establishing procedures for conduct of City Council meetings.
- Resolution proposing a Conflict of Interest Code.
- Resolution authorizing the City Manager to hire personnel and purchase necessary supplies.
- Resolution establishing an address for receiving U.S. mail.
- Resolution setting bond amounts for City Clerk, City Treasurer and other designated personnel.
- Resolution ratifying lease agreements for city office space.
- Resolution ratifying all interim service agreements for city operations. (As Applicable)
- Resolution authorizing filing the Statement of Boundary Creation and all relevant documents.
- Resolution authorizing filing of documents with state and county offices and officers.



Financial

- Resolution approving agreement for state administration of local Sales and Use Taxes.
- Resolution consenting to cancellation of uncollected taxes, penalties and costs based on the consent of the County legal advisor.
- Resolution authorizing examination of Sales and Use Tax records.
- Resolution requesting Federal Tax Identification Number and directing filing of a Statement of Facts and related information with Secretary of State.
- Resolution adopting a Petty Cash Fund.
- Resolution designating City Holidays.
- Resolution adopting the Budget for the current fiscal year. (Inclusive of the General Fund, Gas Tax Street Improvement Fund, and all applicable other restricted funds)
- Resolution continuing the levy and collection of all previously authorized county assessments, fees, charges and taxes.
- Resolution ratifying the Provisional Appropriations Limit for the current fiscal year.
- Resolution approving the Revenue Neutrality Agreement between the county and the city. (As Applicable)
- Resolution authorizing investment of city monies in an investment fund. (Generally cities will invest in the Local Agency Investment Fund)
- Resolution establishing procedure for payment of city obligations.
- Resolution designating the applicable county as the city agent for service of process under the Revenue and Taxation Code.
- Resolution designating the city's bank and designating the persons authorized to transact city business, and sign warrants and checks.
- Resolution establishing a revolving Line of Credit. (As Applicable)
- Resolution authorizing reimbursement for Pre-Incorporation and Post-Incorporation expenses.

Transfer of Responsibilities/Facilities

- Resolution approving membership in any mandatory local Commission, Joint Powers Authority or other entity required by governing law. (As Applicable)
- Resolution accepting all streets, roads and bridges to be transferred to the city. (As Applicable)
- Resolution accepting all parks to be transferred to the city. (As Applicable)
- Resolution accepting all public facilities within the city to be transferred. (As Applicable)
- Resolution accepting authority for all Landscape Maintenance Districts, County Service Areas, Lighting Districts, and other special assessment districts to be detached from the county and transferred to the city.
- Resolution waiving automatic detachment from any Landscape Maintenance District, County Service Area, Lighting District, or other special assessment districts not designated for transfer to the city.
- Resolution accepting assignment of county interests in franchise agreements transferred.
- Resolution transferring all Surveying duties from the county Surveyor to the City Engineer.
- Resolution transferring certain Public Works services (Note – add language to include other services Planning, Code Enforcement, Building & Safety)



Land Use/CEQA

Resolution adopting the county General Plan and Zoning Code on an interim basis as the city's General Plan. New cities generally hold a ceremonial session for elected official recognition, public recognition and community celebration for marking the historical significance of establishing the city. This celebration can be incorporated into the first city council meeting or can be held at a separate meeting to suit the desires of the city council and the community

POST- INCORPORATION TRANSITION PERIOD

During the Post-Incorporation Transition Period, the county and other affected agencies will be primarily responsible for providing continuing services to the new city until transferred. The costs for these services are provided on a "net cost" reimbursable basis for a defined period of time after incorporation. This requirement is state mandated and is designed to allow the new city some time to establish its initial staffing, develop an interim service plan, and accrue some initial start up revenues.

The revenue and cost tracking systems, developed during the Pre-Incorporation Transition Period, should be updated on an ongoing basis to accurately capture expenses and revenues during this period. During this time, the new city should work with the county and other affected agencies to develop and implement a municipal service transition plan that provides for the smoothest and most cost efficient transfer of services for both governmental agencies. The new city may elect to transfer any service wholly or partially during this period, but must accept all service responsibility at the end of the Post-Incorporation Transition Period.

Additionally, during this period the county and the new city should negotiate any services that will remain as "contracted" services with the county after the Post-Incorporation Period. These contracts must be adopted and approved by the governing boards of both the county and the new city prior to the end of the Post-Incorporation Transition Period.

New City Requirements

The following is a list of those responsibilities and activities that the city will continue to undertake during the Post-Incorporation Transition Period:

- Review all county ordinances, resolutions, standards, plan review criteria, etc. and begin tailoring to the city's unique requirements.
- Begin development, preparation and adoption of permanent codes and ordinances.
- Assure that all statutory requirements of the City are addressed.
- Organize the Planning Commission and other commissions or committees determined by the City Council and prepare related guidelines.
- Develop, in conjunction with the county, the service transition plan, identifying the service transition process and any services to be transferred prior to the end of the Transition Period.
- Develop staffing and contract services plan for all City Services/Departments to be implemented prior to the end of the Transition Period.
- Develop and prepare any necessary RFPs and RFQs for permanent contract services.
- Initiate recruitment for permanent City Manager.
- Initiate recruitment for permanent City Attorney.
- Prepare position description specifications for initial permanent city staff.
- Develop personnel systems including the compensation plan and benefits plan.
- Prepare recruiting plan for City Staff and hire as appropriate.



- Update Transition Period budget as revenues/costs are further defined.
- Prepare the following fiscal year city budget and a 3-10 year projection.
- Prepare a 7-Year Infrastructure and Facilities Capital Improvement Plan.
- Prepare implementation plans for all City operations.
- Implement public counter procedures.
- Develop and validate an accurate inventory of city assets, including a field inventory.
- Develop fee structures to be used by the city.
- Negotiate permanent contract for police and fire services and other contracted services.
- Review all existing franchise agreements and prepare notices
- Establish working relationships with community associations or groups
- Finalize long term city hall office and meeting room requirements and layout and complete space negotiations.
- Secure any required additional furnishings, fixtures and equipment for long term city hall.
- Coordinate and prioritize planning, engineering and building projects for transition.
- Develop a final schedule for transition of services including transfer of responsibility for law enforcement, fire services, public works, streets and parkway maintenance and parks and recreation. This includes streets, signals, sweeping, parkway, trees, signs, etc. and all related budgets, revenues and expenditures.
- Finalize interim service agreements with the County and other agencies
- Negotiate transitional agreements and MOUs with the county for approval by the City Council.
- Develop and install management systems including word processing, network, data bases, etc.
- Develop and install financial management, budgeting and purchasing system.
- Develop records management and retention system.
- Create permanent city website/homepage/e-government services.
- Implement e-government systems such as on-line citizen request reporting, response, and tracking system.

County and Other Affected Agency Requirements

The following is a listing of those responsibilities and activities that the county and other affected agencies will be responsible for during the Post-Incorporation Transition Period:

- Develop a service transition plan in coordination with the city for all services.
- Continue service delivery of all municipal services until the end of the Post-Incorporation Transition Period, or until requested for transfer by the city, whichever occurs first.
- Inventory and coordinate transfer of any records to the new city.
- Establish appropriate internal accounting system for collection, accounting and transfer of all revenues to be collected by the county or affected agency on behalf of the city.
- Determine any reserve Fund Balances for any County Service Area, Lighting and/or Landscape Maintenance District, and any other Special Assessment District that will be detached and transferred to the new city.
- Negotiate any necessary Redevelopment Project Area or Sub-Area tax sharing or cooperative planning agreements required.
- Coordinate all previously planned Capital Maintenance Projects in process and not started within the city jurisdiction with the city for prioritization and funding negotiations.
- Coordinate and transition all development and transportation projects based on an agreed upon transition plan with all transition complete no later than the end of the Post-Incorporation Transition Period.
- Develop a final revenue/cost accounting report of all services provided for determination of county net costs of services provided to be reimbursed by the new city.