

A G E N D A

**Executive and Special Session of the Bedford City Council
Tuesday, April 14, 2020 at 1:00 p.m.
Bedford City Hall Building A
2000 Forest Ridge Drive
Bedford, Texas 76021**

In accordance with order of the Office of the Governor issued March 16, 2020, the City of Bedford City Council will conduct its meeting scheduled at 1:00 p.m. on Tuesday, April 14, 2020, at City Hall by video conference in order to advance the public health goal of limiting face-to-face meetings (also called “social distancing”) to slow the spread of the Coronavirus (COVID19). There will be no public access to the location described above. Residents interested in the Council meeting can watch it live on the City’s website at <https://bedfordtx.gov/250/City-Council-Meetings-Online> or tune in to channels 16 (Spectrum) or 99 (AT&T).

The agenda packet and meeting information are posted online at <https://bedfordtx.gov/AgendaCenter/City-Council-2>. You may provide written comments on specific agenda items prior to the meeting by calling 817-952-2104, emailing citysecretary@bedfordtx.gov or by filling out the Comment Form by visiting <https://bedfordtx.gov/FormCenter/City-Council-11/City-Council-Meeting-Sign-Up-Form-51>. You may also use the Comment Form to sign up to speak on specific agenda items during the meeting by phone. You must sign up by 12:00 p.m. on the day of the meeting and provide a valid phone number. You will be called during the meeting at the appropriate time.

EXECUTIVE SESSION

To convene via conference call in compliance with Section 551.001 et. Seq. Texas Government Code, to discuss the following:

- Pursuant to Section 551.071(2), consultation with the City Attorney on matters in which the duty of the City Attorney under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with Chapter 551 of the Texas Government Code – City occupancy tax waiver for the hotels.

SPECIAL SESSION

CALL TO ORDER

OPEN FORUM *(The public is invited to address the Council on any topic that is posted on this agenda. Citizens desiring to speak on Public Hearing(s) must do so at the time the Public Hearing(s) are opened. In order to speak during Open Forum, a person must first sign in with the City Secretary prior to the Special Session being called to order. Speakers will be called upon in the order in which they sign in. Any person not signing in prior to the commencement of the Special Session shall not be allowed to speak under Open Forum. Further, Open Forum is limited to a maximum of 30 minutes. Should speakers not use the entire 30 minutes Council will proceed with the agenda. At the majority vote of the Council the Mayor may extend the time allotted for Open Forum.)*

1. Consider a resolution authorizing the Interim City Manager to enter into a contract with Strategic Government Resources, securing the services of an Interim Capital Projects Manager for the Phase Next Park Improvement Project, and other capital project needs, at a rate of \$62.50 per hour, including, but not limited to, housing related expenses.

2. Take any action necessary as a result of the Executive Session.

(Any item on this posted agenda may be discussed in executive session provided it is within one of the permitted categories under Chapter 551 of the Texas Government Code.)

ADJOURNMENT

CERTIFICATION

I, the undersigned authority, do hereby certify that this Notice of Meeting was posted on the outside window in a display cabinet at the City Hall of the City of Bedford, Texas, a place convenient and readily accessible to the general public at all times, and said Notice was posted by the following date and time: Friday, April 10, 2020 at 7:00 p.m., and remained so posted at least 72 hours before said meeting convened.

Michael Wells, City Secretary

Date Notice Removed

(Auxiliary aids and services are available to a person when necessary to afford an equal opportunity to participate in City functions and activities. Auxiliary aids and services or accommodations must be requested in writing to the City Secretary's Office a minimum of seventy-two hours (72) hours prior to the scheduled starting time of the posted meeting. Requests can be delivered in person or mailed to the City Secretary's Office at 2000 Forest Ridge Drive, Bedford, TX 76021, or emailed to citysecretary@bedfordtx.gov. Some requests may take longer due to the nature, extent and/or availability of such auxiliary aids, services or accommodations.)



Council Agenda Background

PRESENTER: Clifford Blackwell, Interim City Manager

DATE: 04/14/20

Council Mission Area: Be responsive to the needs of the community.

ITEM:

Consider a resolution authorizing the Interim City Manager to enter into a contract with Strategic Government Resources, securing the services of an Interim Capital Projects Manager for the Phase Next Park Improvement Project, and other capital project needs, at a rate of \$62.50 per hour, including, but not limited to, housing related expenses.

City Attorney Review: Yes

SUMMARY:

This item is to contract with Strategic Government Resources for an Interim Capital Projects Manager for the Phase Next Park Improvement Project, as well as other capital project needs.

BACKGROUND:

During a November 2017 Work Session, staff discussed with the City Council some of the initial steps required for the Phase Next improvements. It was determined during that discussion that there was a need for overall project management of the construction process. The City has little capacity internally to take on this kind of effort.

In February 2018, the City Council authorized the City Manager to enter into a contract with Strategic Government Resources (SGR) to secure the services of Mary 'Cissy' Sylo as the Interim Capital Projects Manager. Under Mrs. Sylo's direction, the City entered into a contract for architectural services with Oxley Williams Tharp (OWT) Architects, PLLC. In addition, it entered into a contract for landscape architecture, civil engineering and other professional services with Half Associates, Inc. Mrs. Sylo led the coordination and review of the design development and civil engineering plans until her departure from the City in late February 2020.

Late March 2020, OWT submitted 100% design development drawings for staff review. In addition, Half submitted 60% site civil and landscape plans for review. Staff was scheduled to review both drawings and submit comments to both firms no later than April 20.

During that time, staff also solicited the help of Strategic Government Resources to find a viable candidate to serve the City in the project management capacity. The intent was to find someone as quickly as possible, with experience that can carry the project forward without significant delays. As a result, staff interviewed candidates and found Kelly Snook from the greater Houston area, who has good project management experience. She is a registered landscape architect and a licensed irrigator, with major experience in municipal parks and recreation services. She served as a Senior Project Manager for the City of Houston, Director of Parks and Recreation for the City of Missouri City, Assistant Director of Parks and Recreation for the City of Austin, Director of Parks and Senior Services in Galveston County, and a Construction/Project Manager for the Project Management Group, LLC. She managed and oversaw project sites for a Houston-ISD Bond program. Additionally, she managed a 2012 Parks Bond program for the City of Austin that included over \$77.68M in improvements. In Missouri City, she administered a CIP program specifically designed for park improvements.

Staff recommends entering into an agreement with SGR to secure Kelly Snook's services. Being that she resides in the greater Houston area, staff is also recommending a stipend to accommodate housing needs locally.

RECOMMENDATION:

Staff recommends the following motion:

Approval of a resolution authorizing the Interim City Manager to enter into a contract with Strategic Government Resources, securing the services of an Interim Capital Projects Manager for the Phase Next Park Improvement Project, and other capital project needs at a rate of \$62.50 per hour, including, but not limited to, housing related expenses.

FISCAL IMPACT:

The fiscal impact is \$62.50 per hour for all work performed, to be paid from Series 2018 and 2019 General Obligation Refunding and Improvement Bonds.

ATTACHMENTS:

Resolution
Resume
Contractual Agreement

RESOLUTION NO. 2020-

A RESOLUTION AUTHORIZING THE INTERIM CITY MANAGER TO ENTER INTO A CONTRACT WITH STRATEGIC GOVERNMENT RESOURCES SECURING THE SERVICES OF AN INTERIM CAPITAL PROJECTS MANAGER FOR THE PHASE NEXT PARK IMPROVEMENT PROJECT, AND OTHER CAPITAL PROJECT NEEDS, AT A RATE OF \$62.50 PER HOUR, INCLUDING, BUT NOT LIMITED TO, HOUSING RELATED EXPENSES.

WHEREAS, the City Council of Bedford, Texas determines that securing the services of an Interim Capital Projects Manager for the Phase Next Park Improvements Project is necessary; and,

WHEREAS, this contract will provide significant oversight to the Phase Next Park Improvement Project.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BEDFORD, TEXAS:

- SECTION 1. That the findings above are found to be true and correct, and are incorporated herein.
- SECTION 2. That the Interim City Manager is authorized to enter into a contract with Strategic Government Resources securing the services of an Interim Capital Projects Manager for the Phase Next Park Improvement Project.
- SECTION 3. That the term of this contract shall be for the duration of the project.
- SECTION 4. That funding for this contract will come from the City of Bedford, Texas General Obligation Refunding and Improvement Bonds, Series 2018 and Series 2019.

PRESENTED AND PASSED on this 14th day of April 2020, by a vote of ___ ayes, ___ nays and ___ abstentions, at a special meeting of the City Council of the City of Bedford, Texas.

Michael Boyter, Mayor

ATTEST:

Michael Wells, City Secretary

Kelly Snook, PLA, LI

EXECUTIVE PROFILE

Executive Management professional offering over 20 years' experience spearheading multi-million dollar construction projects, and leading Parks and Recreation departments for communities including the City of Houston, City of Austin, Missouri City, Texas and Galveston County. Managed multiple divisions including Planning, Capital Improvements, Facilities and Grounds Maintenance, Beaches, Park Rangers, Recreation and others. Managed operating budgets, capital improvements budgets, contract management, permits, fundraising and grants. Extensive public speaking at City Council, Parks Board, and Commissions and conducted presentations to community, professional and non-profit organizations. Background in organizational development, human resources, structural reorganization, emergency management and long-range strategic planning. Directed municipal design and construction projects, park master plans, and capital improvement programs encompassing renovations, new construction and land acquisition.

EDUCATION/LICENSES

Master of City and Regional Planning, University of Texas at Arlington- Arlington, TX (1997)
Bachelor of Science in Landscape Architecture, Texas A&M University-College Station, TX (1987)
Texas Registered Landscape Architect (1993-Present)
Texas Licensed Irrigator (1990-1998) (2015-Present)
FEMA Emergency Management Institute - Long Range Recovery Planning 2009, Galveston County
Organizational Training 2014

STRENGTHS

- **Leadership**
Oversee multiple divisions within City and County Parks Dept. Developed new protocol for proper fiscal management. Planning Section Chief for Missouri City during Hurricane Ike/trained in NIMS. President of the Texas Chapter of the American Society of Landscape Architects, 2010.
- **Strategic/Master Planning**
Direct department long range planning including Park & Trail Master Plans. Collaborate with officials, consultants and citizen groups on public improvements.
- **Construction/Project Management**
Construction Manager for HISD bond program. Supervise renovations, teardowns, rebuilds, and new extensions. Conduct on-site for inspections, collaborate with contractor, facilitates project with consultants, on-site job process. Senior Project Manager for the City of Houston, oversee design and construction of capital improvement projects for park facilities.
- **Finance/Budgeting**
Manage operating budgets of up to \$15.4M, as well as bond programs of 10M per year for capital improvements. Secured numerous financial and physical donations and successfully obtained grants.
- **Communications/Training**
Develops, prepares and conducts presentations to community groups, professional societies, employees, boards and commissions. Managed major reorganizations of departments, talent acquisition for urban forester, and developed new performance review processes.

PROFESSIONAL WORK HISTORY

Greens Bayou Coalition, 501©3
Executive Director

2017-Present

- Responsible for organizational leadership, development, finance, public relations, grant writing, and planning and development of parks and recreational facilities.

Project Management Group, LLC
Construction/Project Manager

2014 –2017

- Directly responsible for construction management for HISD bond program project sites. Represent HISD on job site facilitating all aspects of construction with architects and contractors. Oversee inspections, job process, budget compliance, payment applications and change orders.

Accomplishments:

- Managed construction of Mickey Leland College Preparatory Academy approximately \$29M project, Waltrip High School \$38M renovation project, and Grady Middle School \$10M building addition project.

PROFESSIONAL WORK HISTORY Cont.

Galveston County

2012-2014

Director, Parks and Senior Services Department

- Managed staff of 40 full-time and 10 part-time personnel. Supervised four divisions: Parks, Senior Services, Beach Parking Program and Texas Agrilife Office. Directed operations and administration of 25 miles of beaches, including vendor and parking management, park maintenance and senior services programs. Maintained an operating budget of \$5.3M. Implemented new online reservation system.

Accomplishments:

- Improved Area Agency on Aging grant management. Directed major clean-up of park facilities including recycling old equipment and materials resulting in significant revenue, as well as a marked decrease in vandalism saving up to \$70,000 per annum. Restructured department and improved morale through increased training, improved work conditions and provision of needed equipment and supplies.

City of Austin

2010-2012

Assistant Director, Parks and Recreation Department

- Administered operating budget of \$15.4M. Led six divisions: Planning and Development, Office of the CIP, Park Rangers, Central Parks, Facility Services and Grounds Maintenance. Managed staff of 250 full-time and 25 part-time team members. Co-directed departmental reorganization, created the Office of Capital Improvements allowing appropriate separation of bond and general fund activities, improving revenue recovery. Supervised long range department planning including developing the 2012 Parks Bond Program and overseeing the Maintenance Audit and Accreditation process for Operations and grounds Maintenance Division. Presented programs to the community and non-profit organizations and engaged in extensive public speaking at City Council, Parks Board meetings and additional boards and commissions.

Accomplishments:

- Oversaw the development of 2012 Parks Bond Program with over \$77.68M in improvements, including developing the Office of Capital Improvements as well as selection of staff and training of division. Developed appropriate funding processes of division to segregate bond activities and general fund activities for maximum revenue recovery of bond services.
- Developed and reclassified positions to address conservation of cultural and historic resources within the parks system resulting in numerous positive media reports and accolades to the department.

City of Missouri City

2006-2010

Director, Parks and Recreation Department

- Managed operating budget of \$2.5M. Supervised 27 full and part-time personnel. Directed four divisions: Recreation, Parks, Building Maintenance and Forestry Division. Led the departmental strategic plan, Parks Master Plan, and Trails Master Plan. Secured private donations of funds and developed, wrote, and obtained numerous grants for parks development and capital equipment projects.
- Acted as Planning Section Chief during Hurricane Ike and managed all records of incident.

Accomplishments:

- Recruited the first Urban Forester within Fort Bend County and partnered with community groups to develop the Urban Forestry Plan, to renovate the recycling center, secure grants for recycling and special events/programs.
- Administered \$15.5M Parks CIP program, supervised and maintained all municipal buildings of facilities including first remote HVAC monitoring program for all civic buildings and properties.

City of Houston

1998-2006

Sr. Project Manager, Design & Construction Division, Building Services (2004-2005)

Project Manager, Facilities Development/Maintenance Division, Parks & Recreation Dept. 1998-2006

- Managed full spectrum of parks design and construction projects, contract management, site reviews, through project completion. Provided direction, planning and related resolution to meet key initiative timelines and departmental user and maintenance goals. Resolved issues with city officials, outside agencies, and community. Managed project consultants, contractors, budgets and deadlines.

Accomplishments:

- Successfully managed approximately 35 projects per year with projects budgets between \$150k to 9.9M. Major projects included: Denver Harbor Multi-Purpose Center, Kingwood Skate Park, Golf Course renovations, Sylvester Turner Park, Beverly Hills Community Center and Multi-Use Pavilion and Gutierrez Sprayground and numerous other park improvements. Reduced costs by effective project management, maintaining budgets at all design and construction milestones and diligent review of any and all change orders. Achieved best record in division for on-time project completion within budgetary guidelines. Managed construction payment applications, change orders, consultant fees and project budgets of both grant and bond projects.

PROFESSIONAL WORK HISTORY Cont.

Plan to Plant, Houston, TX

1994-1999

Owner / Manager / Landscape Architect

- Carried out design and planning of private and commercial residential landscaping.
- Hired, trained, and supervised installation crew. Provided complete project management.
- Worked with clients to determine needs. Negotiated contracts and prepared bids.
- Selected and purchased materials and greenery. Reduced costs through effective negotiation.
- Managed all business functions, including P&L, billing, permits, record-keeping, marketing, estimation, website design, and customer service.

Accomplishments:

- Successfully built a small business from scratch, always functioning at a profit.

City of Dallas, Park and Recreation Department, Dallas, TX

1991-1994

Landscape Architect, Planning and Research Division

- Performed master planning of parks. Managed projects ranging from \$500,000 to \$1 million.
- Estimated costs, maintained park facility inventory database, and performed research and development of new departmental ordinances.
- Served as liaison to Community Development Block Grant Advisory Council, Dallas Landmark Commission, and Freedman's Art Council. Communicated extensively with city management as well as various advisory councils, community groups, and city commissions.
- Key member of City Services Task Force. Researched demographic and area needs. Facilitated and led community meetings to obtain input into master planning process.
- Assisted neighborhood associations, special interest groups, and private citizens in planning, development, and facilitation of special projects.
- Researched and developed Community Development Block Grant applications on behalf of Park & Recreation Department and private citizens and groups.
- Provided architectural planning for cemeteries, landscape renovations, and more.
- Earned L.B Houston Team Award for contributions to Dealey Plaza Landscape Renovation project.

City of Plano, Planning and Development Dept., Plano, TX

1990 - 1991

Planning Technician, Current Planning

- Responded to inquiries and provided information on city ordinances and building codes.
- Researched ordinances and building codes to support proposals and update existing codes.
- Sole technician responsible for reviewing and approving landscape and irrigation plans.
- Created graphics for presentations delivered to City Plan Commission.
- Conducted major survey of tree preservation ordinances.

ADDITIONAL EXPERIENCE

Presenter, Association of Water Board Directors Houston, "Voluntary Donation Policy" (2019)

Prequalified Artist, San Antonio Public Art Program, (2018-2019)

Volunteer, Houston Livestock Show and Rodeo, Wine Garden Committee (2016-2018)

Commissioned Artist, Smither Park, (2016-Current)

Award Winner, Houston Art Car Parade, 2016 - Participant (2016-2019)

Presenter, Texas Recreation and Parks Society Conference "Parks Going Green", (2012)

Speaker, 2012 National ASLA Conference, "Long Range Recovery after BP Oil Spill in the Gulf", (2011)

President Elect, President, Past President, Texas Chapter of American Society of Landscape Architects (2010-2012)

Secretary, Houston Galveston Section American Society of Landscape Architects (2009)

Commission - Deep Ellum Mural Project, Dallas "A Day in the Bark" (2009)

Missouri City Fire Department Partner of the Year, (2009)

Instructor, Expanding Your Horizons, Association of University Women, Houston, TX (2001 - 2009)

Planning Section Chief, Hurricane Ike, Missouri City, Texas, (2008)

Homeowner Landscaping Instructor, Houston Community College (1996 - 1998)

Instructor, Unified National Exam for Texas L.A. Registration, University of Texas at Arlington (1991)

Associate, T.H. Pritchett & Associates, Houston, TX (1989 - 1990)



Date: April 7, 2020

**Agreement for Interim Capital Project Manager Services
By and Between Strategic Government Resources and the City of Bedford, Texas**

City of Bedford, Texas
Clifford Blackwell, Interim City Manager
Cliff.Blackwell@bedfordtx.gov

Strategic Government Resources
**Melissa Valentine, Managing Director, Recruitment
and Human Resources**
MelissaValentine@GovernmentResource.com

("City")

("SGR")

Scope of Services. The City of Bedford, Texas, (referred to as "City") seeks an Interim Capital Project Manager to perform related duties for City. Strategic Government Resources (referred to as "SGR") will provide a highly experienced local government professional to serve as Interim Capital Project Manager for City.

Recommended Candidate. SGR and City will work together to determine a final candidate for consideration. Should City wish to consider an alternate candidate, SGR can provide other experienced local government professionals for City to interview. City may interview candidate(s) by phone, Skype, or in person. City will reimburse all travel, lodging, and per diem expenses for any in-person interviews.

If at any time during the assignment, City wishes to have another candidate provided to serve as Interim Capital Project Manager, SGR will produce additional experienced local government professionals to fill the position, to the satisfaction of City, pending availability of suitable candidates.

Terms and Conditions. SGR will provide an Interim Capital Project Manager at a rate of \$62.50 per hour. The Interim Capital Project Manager will work a maximum of 40 hours per week unless approved by City. Any hours worked in excess of 40 hours per week, will be billed at the standard contract rate of \$62.50 per hour.

City Contact for Invoicing:

Name: _____

Email: _____

Phone: _____

1. SGR will perform a Comprehensive Media Search on the candidate selected by City and provide a comprehensive media report to City. This media report is compiled from information gathered using our proprietary online search process. This is not an automated process and produces far superior results than a standard media or simple Google search. The report length

may be as long as 350 pages and may include news articles, links to video interviews, blog posts by residents, etc.

2. SGR will perform a comprehensive background investigation on the candidate selected by the City. SGR uses a licensed private investigation firm for these services. Through SGR's partnership with FirstCheck, we are able to provide our Cities with comprehensive background screening reports that include detailed information such as:
 - Social Security number trace
 - Address history
 - Driving history/motor vehicle records
 - Credit report
 - Federal criminal search
 - National criminal search
 - Global homeland security search
 - Sex offender registry search
 - State criminal search (for current and previous states of residence)
 - County criminal search (for every county in which candidate has lived or worked)
 - County civil search (for every county in which candidate has lived or worked)
 - Education verification
3. City is responsible for the cost of any drug screening that City may require.
4. All routine business expenses incurred by SGR's representative in their role as Interim Capital Project Manager will be reimbursed under the same terms and conditions that such expenses would be reimbursed for any other employee of City, such as mileage, hotel, and per diem when traveling at the request of City, and business meals incurred for local meetings. Commute time will not be billed by SGR.
5. Depending on the location of the permanent residence of the selected Interim Capital Project Manager, mileage reimbursement and temporary housing may be required. Mileage is reimbursed by City at the current IRS mileage reimbursement rate. The City may elect to provide temporary housing such as a local hotel, direct billed to City, with a mileage/travel reimbursement of twice per month between Interim Capital Project Manager's permanent residence and City.
6. City will be billed weekly for the previous week's work and any travel/housing reimbursement. payment will be due within 14 days of each billing. SGR will not be compensated for holidays, vacation time, sick leave, etc.
7. If City hires the candidate placed as Interim Capital Project Manager for a permanent position during the term of this agreement or within 12 months after the conclusion of this agreement, City will pay SGR an employment placement fee of \$10,000.00. This fee is waived if SGR conducts a full-service executive search for this position.
8. City or SGR may terminate the agreement for Interim Capital Project Manager Services with a fourteen (14) day written notice, without cause or penalty.

Cost Summary. SGR will provide Interim Capital Project Manager Services to City as follows:

<i>Interim Capital Project Manager Services</i>	<i>\$62.50 per hour</i>
<i>Comprehensive Media Search Report</i>	<i>\$500.00</i>
<i>Background Investigation</i>	<i>\$400.00</i>
<i>Mileage/Temporary Housing</i>	<i>TBD*</i>
<i>Travel expenses for in-person interviews, if needed</i>	<i>TBD</i>
<i>Per diem for in-person interview, if needed</i>	<i>\$10 breakfast, \$15 lunch, \$25 dinner</i>

**Mileage will be billed at the Standard Mileage Reimbursement Rate established by the IRS. City will provide temporary housing or a housing stipend, if necessary.*

Confidentiality Agreement. The Interim Capital Project Manager will perform services for City which may require City to disclose confidential and proprietary information to Interim Capital Project Manager or which may require City to grant authorization to the Interim Capital Project Manager to make financial and legal transactions on behalf of the City. Confidential information includes, but is not limited to, any information of any kind, nature, or description concerning any matters affecting or relating to Interim Capital Project Manager's services for City, the business or operations of City, and/or the products, projects, drawings, plans, processes, or other data of City. Financial and legal information includes, but is not limited to, financial institution wire transfers, deposits, withdrawals, cash handling, investment handling, real property transactions, or other financial or legal transactions of City. The Interim Capital Project Manager, through his/her contract with SGR agrees:

- To hold any and all confidential information received from City in strict confidence and shall exercise a reasonable degree of care to prevent disclosure to others.
- Not to disclose or divulge, either directly or indirectly, the confidential information to others unless first authorized to do so in writing by City. For financial and legal transactions, Interim Capital Project Manager must receive authorization from City verbally and in writing, other than by email, and Interim Capital Project Manager shall maintain reasonable data security controls to protect Interim Capital Project Manager and City from social engineering attacks.
- Not to reproduce the confidential information, nor use this information commercially, or for any purpose other than the performance of his/her duties for City.
- That upon request or upon termination of his/her relationship with City, deliver to City, any drawings, notes, documents, equipment, and materials received from City or originating from his/her activities for City.
- That City shall have the sole right to determine the treatment of any information that is part or project specific received from Interim Capital Project Manager, including the right to keep the same as confidential and proprietary.

Indemnification. To the extent it may be permitted to do so by applicable law, City does hereby agree to defend, hold harmless, and indemnify the designated Interim Capital Project Manager, SGR, and all officers,

employees, and contractors of SGR, from any and all demands, claims, suits, actions, judgments, expenses, and attorneys' fees incurred in any legal proceedings brought against them as a result of action taken in the Interim's individual or official capacity for the City as an independent contractor and as Interim Capital Project Manager, providing the incident(s), which is (are) the basis of any such demand, claim, suit, actions, judgments, expenses, and attorneys' fees, arose or does arise in the future from an act or omission of the Interim Capital Project Manager as an independent contractor of City acting within the course and scope of the Interim Capital Project Manager's engagement with City; excluding, however, any such demand, claim, suit, action, judgment, expense, and attorneys' fees for those claims or any causes of action where it is determined that the Interim Capital Project Manager committed official misconduct, or committed a willful or wrongful act or omission, or an act or omission constituting gross negligence, or acted in bad faith; and excluding any insurance contract, held either by City or SGR. In the case of such indemnified demand, claim, suit, action, or judgment, the selection of the Interim Capital Project Manager's legal counsel shall be with the mutual agreement of the Interim Capital Project Manager and City if such legal counsel is not also City's legal counsel. A legal defense may be provided through insurance coverage, in which case the Interim Capital Project Manager's right to agree to legal counsel provided for him/her will depend on the terms of the applicable insurance contract. The provisions of this paragraph shall survive the termination, expiration, or other end of this agreement and/or the Interim Capital Project Manager's engagement with City.

Venue. The venue for any disputes shall reside in Tarrant County, Texas.

Applicable law. This agreement shall be governed by the laws of the State of Texas.

This agreement represents the full and complete agreement between Strategic Government Resources and the City of Bedford, Texas, and supersedes any and all prior written or verbal agreements. This agreement may be modified or amended only by a written instrument signed by the parties.

Approved and Agreed to on _____, by and between Strategic Government Resources and the City of Bedford, Texas.

Clifford Blackwell, Interim City Manager
City of Bedford, Texas

**Melissa Valentine, Managing Director, Recruitment
and Human Resources**
Strategic Government Resources