

## **CONSULTING AGREEMENT**

**THIS AGREEMENT** is made, as of this date November 9, 2021.

### **BETWEEN:**

**LYON COUNTY WATER DISTRICT**

(hereinafter referred to as "LCWD")

### **AND:**

**THURMAN CAMPBELL GROUP, PLC**

(hereinafter referred to as the "Consultant")

### **1. ENGAGEMENT**

LCWD hereby retains the Consultant and the Consultant hereby agrees to provide LCWD with accounting services and office staffing as set forth in Appendix 1, for a term of five years, commencing on January 1, 2022, in accordance with terms and conditions of this Agreement.

### **2. CONSULTING FEE**

LCWD shall pay to the Consultant a monthly fee of \$6,635 for 2022. The monthly fee shall increase on January 1<sup>st</sup> of each year by 1.5% to cover the cost of living and inflation expenses of the Consultant.

### **3. TERMINATION FOR CONVENIENCE**

Either party may terminate this Agreement at any time for any reason and for no reason with six months prior written notice to the other party.

### **4. CONFIDENTIAL INFORMATION**

The Consultant acknowledges and agrees that it shall not, during the term of this Agreement, or at any time thereafter, directly or indirectly, disclose or grant access to LCWD's confidential information to any third party, nor shall it use or exploit such information for any purpose other than those of LCWD.

**5. STATUS OF PARTIES**


The Consultant's relationship with LCWD shall be that of an independent contractor and not that of an employee or agent. The Consultant shall be solely responsible for payroll taxes, retirement funding, worker compensation and health insurance of any staff assigned to this engagement.

**6. EMPLOYEE THEFT POLICY**

Consultant shall carry an Employee Theft Policy that would pay up to \$100,000 in any occurrence for loss of or damage to money, securities or other property resulting directly from theft committed by an employee of the Consultant, whether identified or not, acting alone or in collusion with other persons.

**7. ENTIRE AGREEMENT**

The within Agreement shall be construed in accordance with the State of Kentucky law and shall constitute the entire Agreement between the parties.

  
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Lyon County Water District

  
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Thurman Campbell Group, PLC

## APPENDIX 1

- Consultant shall provide, at a minimum, one staff member during normal business hours of the LCWD for general office coverage. Any time incurred by the staff member outside of normal business hours shall be billed to LCWD at 1.5 times their normal billing rate.
- Consultant shall perform all accounting duties required by LCWD.
- Consultant shall train multiple staff members in all accounting functions and other duties to ensure proper backups are in place for in the event of any staff turnover and for vacation and sick days.
- Consultant shall provide at minimum a senior accountant to be present at Board of Commissions meetings.
- Consultant shall take and maintain the minutes of the meetings of the Board of Commissions.
- Consultant shall prepare the following reports which will be billed based on our standard hourly billing rates:
  - Public Service Commission: Annual Report is due March 31<sup>st</sup>. The December 31<sup>st</sup> Annual Audit must be submitted with this report along with statistical data compiled by the LCWD general manager. Consultant will have accounting books ready for the audit no later than January 31<sup>st</sup>. Consultant will work to ensure LCWD general manager has completed statistical data by February 28<sup>th</sup>. Consultant shall update Board on auditor progress at the March Board meeting and make Board aware if LCWD general manager has not completed the statistical data. Any extensions filed must be approved by the Board.
  - Department of Local Governments/Special Purpose Government Entities: Budget Reports for the current year are due January 15<sup>th</sup>. Budget Amendments for the current year are due December 31<sup>st</sup>. Year-End (actual) Reports are due March 1<sup>st</sup> of the following year.
  - United States Department of Agriculture: Budget Reports are due December 1<sup>st</sup> for the following year.