

INDEPENDENT CONSULTANT AGREEMENT

**6 Month Extension
January 1-June 30, 2026**

This agreement ("Agreement") is made by Intelleprax, Ltd., an Ohio Limited Liability Company located in Gahanna, Ohio, United States ("Consultant") and Miami Township Board of Trustees located in Yellow Springs, Ohio ("Client"), in accordance with the Statement of Work set forth below and the General Terms and Conditions which follow.

1) Consultant Name and Address:

Frederick Kauser, PhD
Principal Consultant
968 Crystal Cay Court
Gahanna, Ohio 43230
614-496-6319
frederick.kauser@turnouts911.com

2) Client Name and Address:

Miami Township Board of Trustees
Ms. Marilan Moir, Chair
Mr. Chris Mucher, Vice-Chair
Ms. Lori Askeland, Trustee

Ms. Jeanna Gunderkline, Fiscal Officer

Township Hall
101 Herman Street
Yellow Springs, Ohio 45387
(937) 767-2460

3) Statement of Work:

The Consultant will provide continued Organizational Management and Development services in response to organizational changes and planned administrative improvements.

The Board of Trustees contracted with Consultant in May of 2024 to assess the financial impact of a proposed staffing change on current and future operating revenues, operational and organizational practices, administrative practices, and

leadership and management. The results of that initial work were translated into a second project which was extended through December 2025. The extension was intended to develop key staff and support the implementation of improved processes within the fire department and to address 19 key findings. The second phase was suspended and somewhat redesigned because of the unexpected and tragic death of the fire chief.

This final proposal is linked directly to the transition of the Fire-Rescue Department to a mostly-career organization and administrative improvements designed to support it.

The Board of Trustees and newly appointed Fire Chief have implemented considerable policy and administrative practices across the Township during the previous six months. The proposed timeline has been reduced to six months.

The Consultant will continue to work primarily with the Board of Trustees, the Fire Chief and the Township Fiscal Officer under the scope of this project.

Project Scope Extended and Expanded:

1. General Township-Wide Recommendations
 - a. Evaluate, recommend and assist in the implementation of contracted human resources services township-wide.
 - b. Recommend and assist in the implementation of a third-party payroll system.
 - c. Prepare a compensation system township wide and remedy classification discrepancies.
 - d. Assist in the review and adoption of critical Township governance policies.
 - e. Propose and implement internal conflict resolution processes and practices township wide.
 - f. Propose and assist with implementing a communications policy (internal and external).
 - g. Working with elected officials, review and update the Township Handbook.
2. Fire – Rescue Department Recommendations
 - a. Recommend and implement budgetary and appropriations parameters (percentage basis) for personnel, operations and capital expenses calibrated to planned levy cycles.
 - b. Propose and assist with the development of a capital levy campaign to replace outdated firefighting apparatus.
 - c. Propose and assist with planning and funding staffing levels for the Fire and Rescue Department for the present levy cycle and the next two levy cycles.
 - d. Facilitate a mutually prepared list of performance expectations for the Fire Chief and Fire Department.

- e. Facilitate the review and update of the fire and rescue department policy manual.
- f. Working with the Chief, review and update job descriptions for fire department staff.
- g. Working with the Chief, propose a development plan for all fire officers including operational decision making, command and control, workplace safety, and workplace harassment and discrimination.
- h. Propose and implement fire-rescue department-level performance metrics for the fire and rescue department and require monthly and annual reporting.

4) Project Limitations and Exclusions

- 1. The Consultant has expertise and considerable experience in organizational behavior and development and understands the complexities of human relations and interactions within organizations.
- 2. The Consultant will respectfully remain neutral in all non-task related activities and interactions and will not engage in organizational politics nor compromise the level of trust required to complete the proposed scope of work.
- 3. This project - and specifically the scope of work - is designed to eliminate the need for the consultant to reach conclusions about practices outside the scope of the project.
- 4. Although resident-taxpayers of the Township are highly engaged and attentive to governmental activities, particularly spending, this project scope does not include public presentations and interaction.

5) Project Work Location and Fees:

Project Fees

This project is proposed over a 6-month period, retro-effective January 1, 2026 and expires on June 30, 2026. The Consultant expects to work 30 hours per week on the project.

Monthly Fees: \$3,000

Annual 2026 (6 Months): \$18,000

Recommended Fund: \$3,000 Fire-Rescue Department

Project Work Location

This project is designed to be performed remotely and on-site as needed. The Consultant will meet on site at least once weekly. The consultant will work with the Board of Trustees to identify work periods and work locations. The project requires the consultant to schedule at least two work periods per month in Miami Township offices or as agreed.

6) Project Timeline

The project timeline is 6 months unless extended by the Board.

The Board will be asked to approve a project schedule by the first meeting in October which will outline the project priorities, task timeline and benchmarks, and budget for each task or item.

The consultant and Township Trustees mutually agree to make every effort to meet this timeline.

- Kickoff and prioritization Completed by October 27th.
 - Requires face to face discussions with entire Board, Board Representative and Fire Chief, and Board Representative and Fiscal Officer.
- January, April, July, and October 2025 Progress Reports
 - Completed tasks and percent completed
 - Task progress
 - Additions/deletions
- November 2025 Final Report Issued

7) Primary Client Contacts:

- a) Board of Trustees
- b) Fire Chief
- c) Fiscal Officer

8) Terms of Payment:

Invoiced monthly on the 1st and paid by the 10th.

APPROVAL BY BOARD OF TRUSTEES

RESOLUTION NUMBER ____ FEBRUARY ____, 2026

MIAMI TOWNSHIP TRUSTEES (GREENE COUNTY, OHIO)

BY: _____

NAME: Marilan Moir

TITLE: Chairperson, on Behalf of the Board of Trustees

BY: _____

NAME: Frederick L. Kauser, PhD

TITLE: Intellexprax, LLC, Member and Principal Consultant