

ATTACHMENT A

**A RESOLUTION ACCEPTING THE REPORT PROVIDED
BY STAFF ON SEARCH FIRMS
Resolution No. 60/2002-03**

BE IT RESOLVED by the Aldermen of the Town of Carboro that the Aldermen accept the report from the staff on search firms.

This the 3rd day of December, 2002.

November 21, 2002

Ms. Desiree S. White, IPMA-CP
Personnel Director
Town of Carrboro
301 W. Main Street
Carrboro, NC 27510

Dear Ms. White:

The Mercer Group, Inc. is pleased to submit our letter proposal to the Town of Carrboro to conduct an executive search for a new Town Manager.

We are familiar with your Town from our previous work in North Carolina and in the Research Triangle Park area and are quite active in the public and private sectors, either currently conducting or having just completed searches for similar positions for several local governments around the country.

We are very experienced in the town management field, in all size communities. Because we are doing or have recently completed similar searches, we can move quickly to meet your needs. Further, we are based in Atlanta, have an office in Raleigh, and bring total objectivity to searches such as the one the Town of Carrboro is contemplating.

This letter proposal from our firm should provide you with the overview information that you need relative to our firm's qualifications to conduct an executive search for a new Town Manager for the Town of Carrboro.

Our Approach

After reviewing written materials provided by the Town and meeting with the Town Council and others of their choice to determine the objectives relative to the search, we would conduct the following steps:

1. Analyze the position and draft a Position Profile/Recruitment Brochure.

2. Recruit for the position on a regional and national basis.
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3. Invite potential candidates to apply who meet the criteria established by the Town Council and who might not otherwise apply for the position based solely on advertising.
4. Review and screen applications.
5. Conduct interviews and thorough reference and background checks of selected candidates.
6. Recommend a list of final candidates to the Town Council with reports, suggested questions and forms.
7. Coordinate final interviews, conduct final background checks, assist in negotiating an agreement with the selected candidate and following-up after the placement is made.

Our approach is highly interactive and significantly involves the Town Council in all important steps of the process.

Schedule

Our search process normally takes approximately 90 days from date of approval of the Position Profile/Recruitment Brochure by the Town Council. The more time we have, within reason, of course, the more effectively we can conduct thorough evaluation, reference and background checks on finalist candidates.

Firm Qualifications and Staffing

Our firm is headquartered in the Atlanta Metropolitan area and has branch offices in Breckenridge and Greeley, Colorado; Lansing, Michigan; Marietta, Georgia; Phoenix, Arizona; Raleigh, North Carolina; Santa Fe, New Mexico; Dallas, Texas; and Winter Haven, Florida. I work from the Atlanta office.

The principal consultant to be utilized for this engagement would be Mr. James L. Mercer, President of our firm. In total, Mr. Mercer has completed over 700 searches for executives in the public sector and private sectors. The quality of our work is evidenced by the amount of repeat business that we receive from our clients.

Mr. Mercer possesses Bachelor of Science and Master of Business Administration degrees and is a

former Assistant City Manager of Raleigh, North Carolina. He is a Certified Management
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Consultant, and previously served as a Partner with Korn/Ferry International (the world's largest executive search firm) and as Director of Management Consulting Services for Coopers & Lybrand. Mr. Mercer is President of The Mercer Group, Inc., a firm that he founded.

Mr. Jim Blagg, Senior Vice President of our firm and manager of our Dallas, Texas office, would assist Mr. Mercer on the search. Mr. Blagg is a former city manager of Abilene, Texas, among other communities.

We have a number of minority and women placements in key executive positions and are proud of that record.

Code of Ethics

Mr. Mercer and Mr. Blagg are Members and subscribe to the Code of Ethics of the International City and County Management Association. Mr. Mercer is also a Member and subscribes to the Code of Ethics of the Institute of Management Consultants.

Guarantees

We offer several guarantees of our work. The four most important are:

1. We will keep working until the placement is made.
2. We will not recruit the placement for other positions without the permission of the Town Council.
3. We will not recruit any of the Town staff for two years from the date of the placement, without the permission of the Town Council.
4. If the selected candidate leaves the employment of the Town of Carrboro within the first two years following the date of placement, we will redo the search for expenses only.

Reasonable Fees

Our fees to conduct a search of this type are competitive and are \$12,500, plus out-of-pocket expenses not-to-exceed \$7,500. Since we are conducting other consulting work around the State of North Carolina and in nearby states, expenses can be kept to a minimum.

Ms. Desiree S. White
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References

We would be delighted to provide local and national references of our work and will do so at your request.

Please contact me at (770) 551-0403 if you have questions.

Thank you for the opportunity to present this letter proposal to conduct this important assignment. I will look forward to hearing from you.

Sincerely yours,

THE MERCER GROUP, INC.

(Signed)

James L. Mercer, CMC
President

CMC is the certification mark awarded by the Institute of Management Consultants USA and represents evidence of the highest standards of consulting and adherence to the ethical canons of the profession. See www.imcusa.org/hireacmc.acgi

For additional information on The Mercer Group, Inc., please see our website at www.mercergroupinc.com

Proposal to the
Town of Carrboro

November 11, 2002

*Cost: \$12,000 plus
expenses, which
should not exceed
\$3,000.*

Prepared by:

Springsted Incorporated
1206 Laskin Road, Suite 210
Virginia Beach, VA 23451

Minnesota Offices

Corporate Headquarters

85 East Seventh Place, Suite 100
St. Paul, MN 55101-2887
651.223.3000
651.223.3002 Fax

520 Marquette Avenue, Suite 900
Minneapolis, MN 55402-1122
612.333.9177
612.349.5230 Fax

Iowa Office

300 Walnut Street, Suite 215
Des Moines, IA 50309-2258
515.244.1358
515.244.1508 Fax

Kansas Office

7211 West 98th Terrace, Suite 100
Overland Park, KS 66212-2257
913.345.8062
913.341.8807 Fax

Virginia Offices

1206 Laskin Road, Suite 210
Virginia Beach, VA 23451-5263
757.422.1711
757.422.6617 Fax

32 Waterloo Street, Suite 101
Warrenton, VA 20186-3205
540.341.4290
540.349.4713 Fax

Washington D.C. Office

PMB 159
2121 K Street NW, Suite 800
Washington, D.C. 20037-1829
202.261.6505
202.261.3508 Fax

Wisconsin Office

1001 West Glen Oaks Lane, Suite 108
Mequon, WI 53092-3366
262.241.4422
262.241.4994 Fax

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LETTER OF TRANSMITTAL

November 11, 2002

Ms. Desiree White
Director of Human Resources
Town of Carrboro
301 West Main Street
Carrboro, NC 27510

Re: Executive Search and Recruitment Services

Dear Ms. White:

Thank you for your request to submit information regarding assistance to the Town of Carrboro with the recruitment and selection of a Town Manager. The firms of Springsted Incorporated and Municipal Advisors Incorporated (MAI) merged in 2000, with a goal of expanding public advisory services to our clients. I am please to submit our qualifications to conduct this search for the Town.

The proposal sets forth the qualifications of our firm, a detailed scope of services, study methodology and client references. The project's time frame is provided, along with the resumes of the consulting team that will be assigned to the project.

Respectfully submitted on behalf of the team,

John T. Maxwell
Senior Vice President

The Town of Carrboro is located in Triangle Area of North Carolina and has a population of approximately 15,000. The current Town Manager has accepted another position and submitted his resignation. The Town of Carrboro is seeking information from qualified firms to assist with the recruitment and selection of a new Town Manager.

Springsted Incorporated recently merged with Municipal Advisors Incorporated. It is important for the Town of Carrboro to understand the profile and history of both Springsted and Municipal Advisors Incorporated, in order to appreciate the extensive background of the combined firm in performing personnel advisory services, management studies and financial advisory services.

History and Leadership

Springsted is one of the largest and most established independent public sector advisory firms in the United States. For over 50 years, we have continually grown in the range of our client relationships, the comprehensiveness of our services and our prominence within the industry. Our managed growth is focused on providing clients with a balance of national perspective and local expertise.

In October 2000, Springsted realized a key client service expansion goal by merging with Municipal Advisors Incorporated (MAI), of Virginia Beach, Virginia. The firm shares Springsted's enthusiasm for the role of financial advisor, and has additional expertise in the human resources and organizational management fields. These talents enhance and expand Springsted's service offerings through our Human Resources Services team. The full MAI staff joined Springsted, and continues to work from our office in Virginia Beach.

Springsted maintains its corporate headquarters in Saint Paul, Minnesota, and has additional offices in Des Moines, Iowa; Mequon, Wisconsin; Minneapolis, Minnesota; Overland Park, Kansas; Virginia Beach, Virginia and Washington, D.C.

In 1997, Springsted became a women-owned business, and women hold a majority of its stock. Three employee-owners lead Springsted. Our headquarters are located in Saint Paul, Minnesota, with additional offices located close to our clients throughout the Midwest and mid-Atlantic states.

Qualifications

As management consultants, and because Springsted understands the financial, operational and administrative aspects of local governments, Springsted plays an important role in helping clients derive the greatest benefit from their resources while increasing their efficiency and effectiveness. In response to the growing requirements facing our clients, we broadened our range of advisory services to include our Management Consulting Services Group, services that were enhanced through our merger with Municipal Advisors Incorporated.

Extensive knowledge and experience in the fields of municipal management, municipal finance, personnel and local government operations have been the hallmarks of Springsted. Each team member has several years of local government experience in a variety of areas of expertise. This experience helps us recognize the uniqueness of each local government client, thus improving the quality and relevance of all studies. The fact that the firm has provided management consulting services to numerous towns and cities in North Carolina, provides us with a good knowledge base for dealing with the issues facing the Town of Carrboro.

The professional services provided by Springsted Incorporated include:

Personnel Management

- Analyze compensation and benefit packages
- Develop personnel classification and salary studies
- Analyze, prepare and develop personnel policies
- Prepare personnel rules and regulations/employee handbook
- Conduct executive search and selection
- Complete staff forecasting services
- Implement automated job evaluation system – SAFE™

Management Services

- Perform economic development and housing studies
- Conduct boundary adjustment and annexation studies
- Perform asset utilization analysis
- Conduct cost recovery and rate studies
- Develop business and financial components of requests for proposals in development agreements
- Perform enterprise fund cash flow analysis
- Conduct legislative impact analysis
- Negotiate agreements with developers and private vendors
- Direct pro forma analysis
- Produce revenue enhancement studies
- Perform tax increment financing studies

Organization & Management Studies

- Analyze staffing needs – adequacy, reduction, utilization, productivity and supervisory structure
- Evaluate and reorganize administrative structure
- Complete privatization analysis

Financial Management & Planning

- Provide comprehensive financial advisory services
- Perform financial status studies
- Direct cost effectiveness/reduction studies
- Coordinate capital improvement program preparation, development and analysis
- Develop debt management or other financial policies
- Evaluate simple refunding, advance refunding, restructuring and defeasance bond issue opportunities
- Develop joint public/private partnerships
- Perform debt capacity studies
- Produce special assessment modeling

The size of the staff and its breadth of experience provide our clients with the opportunity to work with a team of qualified people, each with specific expertise pertinent to the study being performed.

A Senior Vice President of the firm gives personal attention to each assignment. Senior Vice Presidents are actively involved in all matters pertaining to an assignment throughout the term of the engagement.

Springsted will assign a consulting team with extensive experience in public administration, classification and pay, human resources management, organizational and productivity improvement, financial management and municipal operations. All consulting team members have excellent academic credentials as well as hands-on local government and human resources management experience.

John T. Maxwell, Senior Vice President, will be the project director and chief on-site consultant. Mr. Maxwell has 29 years of experience in municipal government management and consulting. He has a Bachelor's degree in industrial and labor relations and a Master's degree in public administration.

As a municipal management consultant, Mr. Maxwell performs personnel, executive recruitment staffing and organization and management improvement studies for large and small communities throughout the Southeastern United States.

Mr. Maxwell has been actively involved in each of the executive recruitment engagements conducted by Springsted Incorporated, acting as project director or assisting in the recruitment and assessment of candidates.

Roger M. Scott, Senior Vice President, will assist in the recruitment assessment and screening of candidates. Mr. Scott has 33 years of experience in municipal government management and consulting. He holds a Bachelor's degree in public administration from the Virginia Polytechnic Institute and State University (Virginia Tech).

Annette Martell, Management Services Analyst, will assist in determining manager qualifications, advertising and report preparation. Ms. Martell has over 15 years experience in consulting work. She has assisted and advised clients on employee classification, compensation and benefit issues and job evaluations. Ms. Martell graduated Magna Cum Laude from Tidewater Community College.

John T. Maxwell
Senior Vice President

Experience

Mr. Maxwell was named Senior Vice President upon the merger of Municipal Advisors Incorporated and Springsted Incorporated in 2000. He serves as a client representative on the firm's Management Services Team.

Mr. Maxwell joined Municipal Advisors Incorporated (MAI) as a vice-president and became a principal in the firm in 1985. His education and experience provide clients with an outstanding understanding of organization, management and human resources programs. Mr. Maxwell had the unique experience of helping establish the largest new city to be incorporated in the United States, Lakewood, Colorado. The City had an instant population of 120,000 people. As a new Assistant City Manager, he along with a five person management team, developed the organizational structure, staffing pattern, financial and data processing systems, human resources program, purchasing procedure, land use, zoning and development regulations and various policies, procedures and ordinances necessary to establish and operate a new government agency.

Mr. Maxwell has an extensive background in governmental operations, finance and management. He served as a Research and Budget Analyst in Kansas City, Missouri; Director of Finance in Ames, Iowa; Assistant City Manager in Lakewood, Colorado and St. Petersburg, Florida; and City Manager of Chesapeake, Virginia before joining MAI.

In addition to his work in public management, Mr. Maxwell was a charter member of the Virginia Innovation Group and served on several regional agencies and commissions. In 1984, as City Manager of Chesapeake, he received the ICMA Management Innovation Award.

Education Iowa State University, Ames, Iowa
Master of Arts in Public Administration
Rockhurst College, Kansas City, Missouri
Bachelor of Science in Industrial Relations

Affiliations American Society of Public Administration
International City/County Management Association
Government Finance Officers Association

Roger M. Scott
Senior Vice President

Experience

Mr. Scott was named Senior Vice President upon the merger of Municipal Advisors Incorporated and Springsted Incorporated in 2000. He serves as a client representative on the firm's Management Services Team.

Mr. Scott was a co-founder of Municipal Advisors Incorporated (MAI) and served as a principal of the firm. As part of the leadership team he directed and participated in human resource classification and pay studies, executive searches, and organizational and management studies. His education and experience provide clients with a broad understanding of operation, management and personnel challenges. He has also been actively involved in governmental consolidation studies where his extensive knowledge of all facets of municipal government has been instrumental in developing efficient and effective organizational structure and staffing patterns. He also developed Springsted's Systematic Analysis and Factor Evaluation (SAFE™) position evaluation and ranking system.

Mr. Scott has an extensive background of municipal administration experiences spanning forty years of public management and municipal consulting services. Before joining MAI, he served as Assistant Planning Engineer in Roanoke, Virginia; Assistant City Manager in Albany, Georgia; and Assistant City Manager and City Manager of Virginia Beach, Virginia.

In addition to his work in public administration, Mr. Scott served on numerous national and regional boards and commissions including the National Committee on Managed Growth and the Municipal Administration Committee of the National League of Cities.

Education Virginia Polytechnic Institute and State University (Virginia Tech)
Bachelor of Science in Public Administration

Affiliations International Personnel Management Association
International City/County Management Association
American Society of Public Administration

Annette Martell
Management Services Analyst

Experience

Ms. Martell joined Municipal Advisors Incorporated in April 1985 as an office assistant and was promoted to administrative assistant in July 1993. In January 1997, she was promoted to office manager. Ms. Martell was named Management Services Analyst upon the merger of Municipal Advisors Incorporated and Springsted Incorporated in October 2000.

As office manager, Ms. Martell coordinated and prepared project proposals and study documents. She assisted with the analysis of financial options and fiscal impacts. She assisted client representatives and clients with human resources, classification and compensation needs. Her knowledge and skills in information services and project production allowed her to provide insights necessary to work with company staff and clients, on a wide range of projects.

Ms. Martell has worked on numerous finance and refunding issues, human resources and organization improvement projects.

Education Tidewater Community College
 A.S., General Studies
 Specialization: Business Management
 Magna cum laude

Affiliations Phi Theta Kappa

Over the past three years, Springsted has conducted recruitment services for communities with requirements that were similar to those sought by the Town of Carrboro.

The following is a list of executive searches Springsted has conducted recently.

1. City of Kannapolis, North Carolina (1997 and 2001)

Executive Search – City Manager

Contact: The Honorable Ray Moss, Mayor
P.O. Box 1199
Kannapolis, NC 28082-1199
704.938.6520

2. Town of Apex, North Carolina (2000)

Executive Search – Town Manager

Contact: The Honorable Keith H. Weatherly
P.O. Box 250
Apex, NC 27502
919-362-7300

3. City of New Bern, North Carolina (1997-1999)

*Executive Search – Parks & Recreation Director,
Human Resources Director*

Contact: Mr. Walter B. Hartman, Town Manager
P.O. Box 1129
New Bern, NC 28563-1192
252.636.4118

4. Town of Hillsborough, North Carolina (1999)

Executive Search – Town Manager

Contact: The Honorable Horace Johnson, Sr.
P.O. Box 429
Hillsborough, NC 27278-0429
919.732.2104

5. City of Fayetteville, North Carolina (1998)

Executive Search – City Manager

Contact: Mr. Roger L. Stancil, City Manager
433 Hay Street
Fayetteville, NC 28301-5537
910.433.1990

The following project approach and methodology is recommended for the recruitment and selection of Town Manager. We would be willing to modify our approach and time schedule as requested by the Town.

1. Position Analysis

The consultants will meet with the Mayor and Board of Aldermen to establish working relationships, define and refine the project's scope, procedures and timetable and to develop and review materials and details required to complete the project successfully.

Individual interviews will be conducted with the Mayor and each member of the Board of Aldermen to determine the specific duties and responsibilities of the position and individual expectations concerning desirable training, experience, professional and personal characteristics of candidates. Additionally, the Mayor and each member of the Board will be asked to complete a Personnel Selection Profile questionnaire that will provide specific information about their expectations of the successful candidates.

Additionally, individual interviews will be conducted with up to five local officials and up to five community leaders, identified in conjunction with the Board, to solicit input on community needs and desires and to secure information to assist in formulating the position profiles.

After the results of the interviews and questionnaires are analyzed and summarized, the consultants will prepare and submit a position profile to the Mayor and Board for review and comment.

A Town profile, a position profile, job criteria and employment conditions and parameters will be discussed and developed.

2. Recruitment and Preliminary Screening

Springsted will initiate a comprehensive nationwide search and recruitment process. Announcements detailing the position will be placed in appropriate local, state, national and regional publications and professional journals. Based on our own experience, contacts and files, Springsted will identify and actively seek individuals who meet or exceed the Town's desired qualifications and invite and encourage them to apply. Although the positions will be publicly advertised, many of the most qualified applicants will not respond to a public announcement. Our knowledge of some of the more qualified candidates will assist the recruitment process because the candidates will submit applications, if invited.

Springsted has established a reputation among local government managers for handling searches discreetly and confidentially so as to not jeopardize current employment arrangements. This reputation

removes a possible barrier for prospective candidates with good employment situations. This is important because Carrboro will want to attract those individuals to the process.

The consultants will receive, acknowledge, review and screen each application received based on the criteria developed with the Town. The information contained in the applications and resumes received, and our knowledge of the organizations for which the applicant works, will also be evaluated.

Springsted will provide timely acknowledgment and periodic status reports by personal letter to all applicants on behalf of the Mayor and Board of Aldermen.

3. Identification of Semi-Finalists

Springsted will identify those candidates whose qualifications most closely match the criteria established by the Mayor and Board, and analyze and assess the professional and personal qualifications and achievements of each, carefully matching their credentials with the selection guidelines and the position specifications.

The consultants will interview each of these candidates to verify and expand on the written data submitted and to ensure their real and continuing interest in the position. Preliminary and discreet reference checks will be made with individuals who are knowledgeable about the candidate. Depending on the geographical location of the candidates, we may arrange to videotape them in order to save the travel expense of personal interviews for the semi-finalists. Other clients have found reviewing these videos to be very helpful when evaluating the final candidates.

The background checks will include personal and professional reference checks from professional associates and others, as appropriate. The semi-finalists will also be requested to submit references. These references will be contacted, but Springsted will conduct inquiries from independent sources, as well.

The consulting team will carefully check the background of each semi-finalist. To date, no candidate recommended by Springsted has been the subject of a criminal or ethics violation investigation.

4. Selection of Finalists/Candidate Presentation

A report covering all applicants will be prepared and Springsted will recommend, with written justification, the candidates most nearly meeting the Mayor and Board's specifications. A personal interview will be conducted with each finalist and a detailed background and reference check will be conducted. Springsted will speak directly with individuals who are, or have been, in positions to evaluate the candidate's performance on the job. The report submitted to the Mayor and Board will include a professional profile of each candidate's qualifications, an assessment of his/her background, candidate biographies and references. The consultants will meet with the Mayor and Board to present and discuss the recommendations, provide background information and assist in determining those candidates best qualified for consideration for appointment to the position of Town Manager.

5. Interview Coordination/Employment Negotiation

Springsted will assist the Mayor and Board in designing the interview and selection process. Interview procedures will be recommended and sample interview questions developed. The consultant will coordinate the scheduling of finalists for interviews and will attend and participate in the interviews, if requested.

When the Mayor and Board have identified the most desirable candidate, Springsted will assist in the negotiation of final employment parameters, benefits and salary, if requested.

When a final offer has been made and accepted by the successful candidate, Springsted will notify all other applicants of the Mayor and Board's action by personal letter.

6. Ongoing Services

Springsted has a continuing interest in the success of this selection process. For that reason, we will return to Carrboro, if requested, approximately ninety (90) days after the selected candidate for Town Manager begins work to assist in the resolution of any issues that have surfaced between the governing body and the new Town Manager.

Springsted also commits to performing another executive search if the new Town Manager voluntarily resigns, or is dismissed for cause, during the first year of employment.

Each of these services will be provided at no additional cost to the Town of Carrboro, other than reimbursement for direct expenses incurred by Springsted.

7. No-Solicitation Policy

Springsted feels very strongly that once a candidate has accepted a position, that person has an obligation to be on the job for a good period of time.

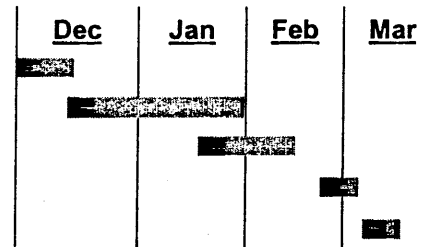
Springsted will not actively recruit anyone whom we have placed with a client during their employment with that client.

Springsted takes pride in meeting its time commitments. The schedule to commence this project coincides with Springsted's completion of other studies. This will ensure that the proposed staff members will be available to concentrate on this project for the Town of Carrboro. Springsted is prepared to initiate the searches within 15 days after receiving the official notice to proceed. A detailed project schedule is provided below.

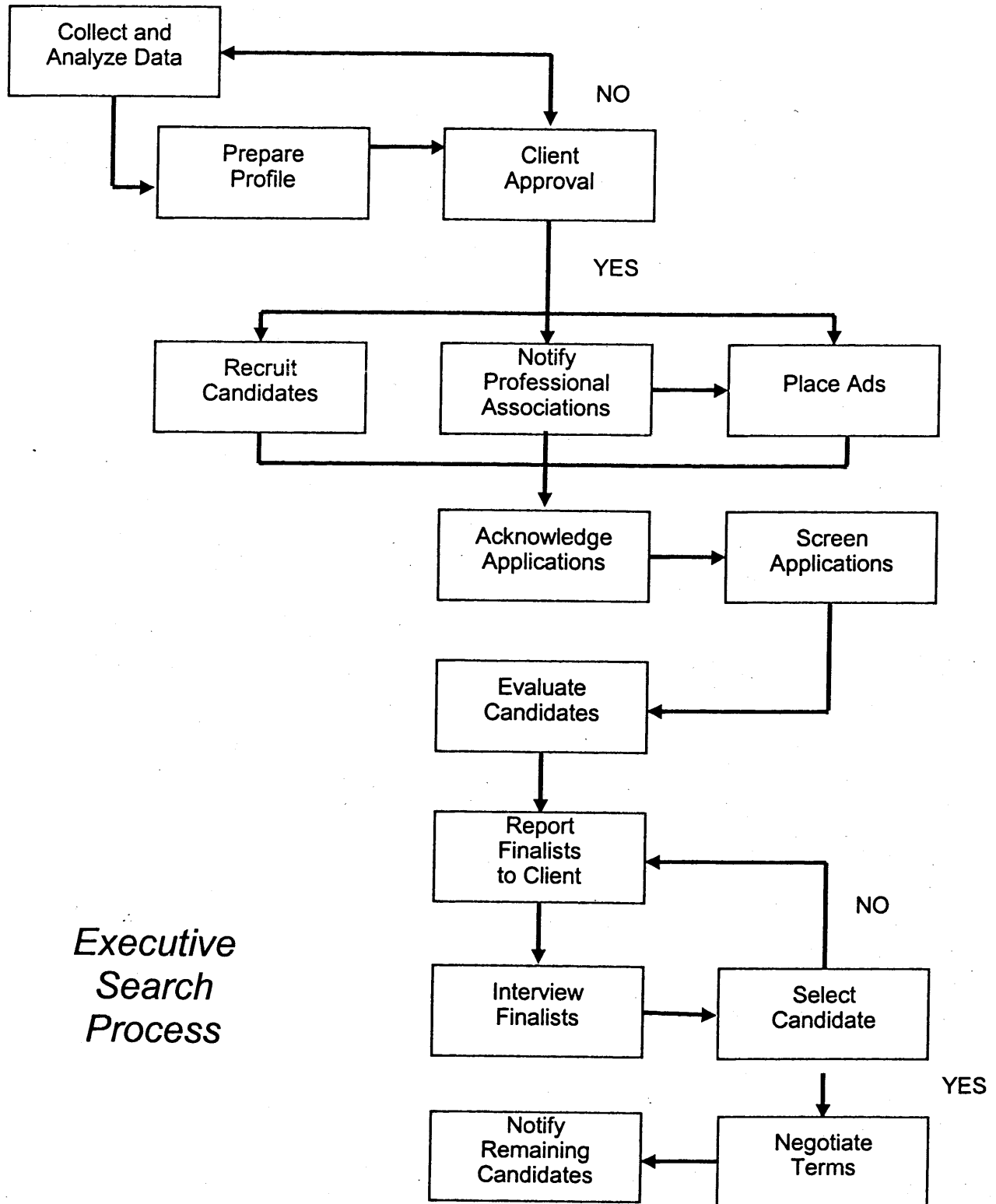
There are factors that impact on meeting the schedule that are beyond the consulting team's control. However, publication deadlines, videotaping and interview-schedules and appropriate resignation notices to present employers also impact the schedule. Springsted will make every effort to meet the Town's goal without compromising the quality of the search.

Task – Town Manager

Project Initiation/Position Analysis
Recruitment and Preliminary Screening
Identification of Semi-Finalists
Selection of Finalists/Candidate Presentation
Interview Coordinating/ Employment Negotiation



**Executive Recruitment
Flow Chart**





November 25, 2002

Ms. Desiree White
Personnel Director
Town of Carrboro
Town Hall
301 W. Main Street
Carrboro, North Carolina 27510

Re: Executive Search Proposal — Town Manager

Dear Ms. White:

Thank you for your request for a proposal from Slavin Management Consultants (SMC) to identify, recruit and evaluate candidates for the position of Town Manager of the Town of Carrboro. We are generally familiar with the organization and have considerable experience placing executives in North Carolina. Our North Carolina clients include the Town of Chapel Hill, the cities of Charlotte, Durham, Greensboro, Huntersville and Winston-Salem and the Triangle Transit Authority. We are prepared to begin this project upon authorization by the Board of Aldermen (Board).

This letter outlines our understanding of the scope of services required by the Town of Carrboro in connection with this project. Included is our cost proposal.

We believe that this letter is responsive to the needs of the Town of Carrboro. Please let us know if some clarification or modification is desired so that the scope of services can be adjusted. A signature line is included in the document so that it may serve as a contract.

SCOPE OF SERVICES

1. Determine the Board's needs and expectations for the position through visits with each Alderman, Town staff and others of the Board's choosing as well through analysis of written materials to be provided. In so doing, we will determine the attributes of the position, current issues, organizational characteristics, the professional and political environment, job requirements, desired management and leadership style, interpersonal skills, etc.
2. Prepare recruitment materials for the position.
3. Identify, directly contact and recruit qualified candidates from across the United States through networking.
4. Place classified advertisements for the position on appropriate professional web sites and in professional journals.

The Town of Carrboro
Town Manager
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5. Screen all candidates recruited by examination of resumes, our knowledge of each applicant's employer and through telephone interviews to develop a semifinalist list of well qualified and interested candidates for the position.
6. Provide a progress report to the Board of the status of the project. This report will provide information concerning each semifinalist candidate. At this point we will seek the Board's authorization to finalize the search.
7. Develop a list of finalist candidates for the position by conducting in-depth telephonic and on-site interviews with semifinalist candidates and in-depth background checks on each. These background checks will include at least the following areas: education, credit, criminal history, driving records, employment history, and detailed reference checks.
8. Prepare and provide the Board with a written report of findings.
9. Present our final report, in person, to the Board and participate in the final interview process as appropriate.

COSTS

Professional Fees	\$13,000.00
Expenses	Actual expenses - not to exceed 45% of the Professional Fee

The expense budget covers such items as consultant travel, advertising, clerical support, postage, telephone, FAX, copier, messenger service, etc. Travel costs will be the most costly of these expense items. We will charge the Town actual travel expenses and will only travel with client prior approval.

Your liability to Slavin Management Consultants for services rendered under this agreement will not exceed the agreed upon price unless an increase is authorized by you in writing. We will submit monthly invoices for fees and expenses. It is our practice to bill clients as costs are incurred. Each invoice will be payable upon receipt. Expenses will be billed in addition and shown as a separate figure.

We will comply with all applicable laws, rules and regulations of federal, state and local government entities.

Our ability to carry out the work required will be heavily dependent upon our past experience in providing similar services to others, and we expect to continue such work in the future. We will, to the degree possible, preserve the confidential nature of any information received from you or developed during the work in accordance with our professional standards.

We assure you that we will devote our best efforts to carrying out the engagement. The results obtained, our recommendations, and any written material provided by us will represent our best

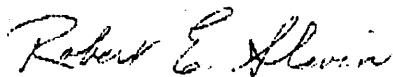
The Town of Carrboro
Town Manager
Page 3

judgment based on the information available to us. Our liability, if any, will not be greater than the amount paid to us for the services rendered.

This letter constitutes the agreement between us. It cannot be modified except in writing by both parties. Our agreement will be interpreted according to the laws of the State of North Carolina.

Sincerely yours,

SLAVIN MANAGEMENT CONSULTANTS



Robert E. Slavin
President

ACCEPTANCE

This agreement is accepted for the Town of Carrboro by:

SIGNATURE: _____
NAME: _____
TITLE: _____
DATE: _____