

### STATE OF NORTH CAROLINA COUNTY OF UNION

Marvin\_FY 23\_UDO\_Agreement

### AGREEMENT WITH LOCAL GOVERNMENT

a North	REEMENT made the day of, 2023 by and between the Village of Marvin, Carolina unit of Local Government (hereinafter known as "Local Government"); and, N-Focus, Inc., a arolina corporation (hereinafter known as "Contractor"), by signatures below, enter into the following ent:  WITNESSETH:							
	WITNESSETH.							
WHEREAS, Contractor has expertise in local government functions and Local Government has a need for such functions; and								
WHERE	AS, Local Government and Contractor desire to enter into this Agreement;							
NOW TH	HEREFORE, Local Government and Contractor agree as follows:							
Section	A. SCOPE OF FUNCTIONS							
Contrac Govern	tor will provide Contractor personnel to perform the following specialized Functions for Local nent:							
CREATE	"UNIFIED DEVELOPMENT ORDINANCE" (UDO)							
b) c) d) e) f) g)	Develop a timeline for the creation of a Unified Development Ordinance (UDO); Prepare drafts & present at work sessions. We recommend monthly sessions with Planning Board throughout drafting phase for better understanding, absorption and dissemination; Provide for periodic meeting(s) and/or call(s) with staff; Create new land use, development, subdivision & site plan review processes; Develop new open space, landscape, parking, tree protection, water quality, signage, procedural and district standards & specifications; Make final presentations to Planning Board & Governing Board for public hearing & adoption; and Provide the new ordinance in PDF format for posting on Village's website; and sending to developers.  PROJECT ORIENTATION AND SCOPING SESSION(S)							
N-FOCU	• •							
	Meet with Village staff for initial project orientation, scoping, communication logistics, and scheduling (including staff availability/accessibility for requests for meetings, review of draft documents, coordination on formal public review processes, etc.).							
a)	REVIEW VILLAGE'S CURRENT ZONING AND SUBDIVISION ORDINANCES N-FOCUS will: Review current zoning and subdivision ordinances, make policy recommendations to achieve goals of Village goals. Analyze all existing policies addressing issues of concern (per discussions with Village staff).							
N-Focus	Initials: <u>PAR</u> Date: <u>04/12/23</u>							

Initials: \_\_\_\_\_ Date: \_\_\_\_\_



#### **TASK 3. DRAFT UDO**

N-FOCUS will:

- a) Prepare the initial draft UDO to include major elements as unique Articles of the New UDO;
- b) Prepare a "Reading Guide", sample herewith attached, to assist the Planning Board and governing board in reviewing the draft materials. Articles will be introduced & reviewed in a series of Planning Board workshops (over a period covering up to eight (8) Planning Board meetings/workshops) in two categories, each containing multiple articles. These include:
  - 1) Administrative, Procedural, State & Federal Mandates
  - 2) Standards & Specifications for Creating Village's Character
- c) Incorporate comments from the Planning Board workshops into a revised "Draft UDO";
- d) Conduct one public information meeting to present the "Draft UDO"; and
- e) Cause the Draft to be posted online on the Village's website.

N-Focus recommends a nine to twelve (9-12) month timeline, allowing eight (8) months for Planning Board review, comprehension, and recommendation of the Draft UDO including a new Official Zoning Map.

Eight (8) Monthly Planning Board Meetings Recommended May – December, 2023
Estimated Planning Board Recommendation January – February, 2024
Estimated Governing Board Adoption February – March, 2024

Governing Board Members are encouraged to attend monthly Planning Board meetings/workshops. The formal Planning Board recommendation concludes this step of the process.

#### **TASK 4. FINAL UDO**

N-FOCUS will:

- a) Incorporate changes into the Draft UDO as recommended by the Planning Board.
- b) Submit a recommended "Final Draft UDO" to the governing board; and
- c) Make one presentation to the governing board and attend a second meeting when a public hearing and/or vote for adoption is scheduled.

After Board action, N-FOCUS will prepare the final documents as identified.

# N-FOCUS WILL CONDUCT STAFF TRAINING AFTER ADOPTION AT NO COST.

## N-FOCUS WILL PROVIDE TWO (2) YEARS ONGOING ADMINISTRATIVE SUPPORT FOR STAFF

A1	NO COST.	
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### Section B. TERMS AND CONDITIONS

- 1. CONTRACTOR PERSONNEL: To ensure performance of Functions defined in "Section A." herein above meet the expectations of Local Government, Contractor shall assign a primary professional, an employee of Contractor, to Local Government. The primary professional shall be responsible for Contractor personnel performing the agreed upon Functions. Contractor personnel performing the Functions shall be either certified or licensed in their respective fields or apprentice under direct supervision of the primary professional. Contractor personnel performing these Functions shall have considerable knowledge in the principles and practices of local government. The primary professional, supporting personnel and subordinate person(s), if applicable, provided to perform these Functions shall be skilled in the use of work-related computer software packages and other technology used to perform position Functions. The primary professional shall possess good communication & collaborative skills in working with the public.
- 2. E-VERIFY: Contractor represents and warrants that it is in compliance with the requirements of Article 2 of Chapter 64 of the North Carolina General Statutes. Further, Contractor warrants that any subcontractors used by Contractor will be in compliance with the requirements of Article 2 of Chapter 64 of the North Carolina General Statutes.
- 3. CERTIFICATION: Contractor certifies that, as of the Effective Date of this Agreement, Contractor is not on the Final Divestment List as created by the State Treasurer pursuant to N.C.G.S. § 147-86.58. In compliance with the Iran Divestment Act and N.C.G.S. § 147-86.58, Contractor shall not utilize in the performance of the contract any subcontractor that is identified on the Final Divestment List.
- 4. STATUS OF CONTRACTOR: Contractor and Local Government agree that in the performance of the Functions defined in "Section A." herein above, Contractor personnel shall not be deemed to be an employee(s) of Local Government for any purpose whatsoever, nor act under Color of State Law.
- 5. WORK PRODUCTS: All materials produced by Contractor personnel provided to Local Government shall be the property of Local Government and shall be filed on-site in the offices of Local Government, unless otherwise authorized for purposes and intent of the performance of Functions. Contractor shall be entitled to retain copies, both electronic and paper, of any work products prepared for the benefit of Local Government. Contractor shall not copyright any work products on behalf of Local Government; however, Contractor shall retain the right to utilize work products, such as improved administrative forms, plans, etc., or any portion thereof, for the purpose of performing similar Functions for other jurisdictions.
- 6. PROGRESS REPORTING: Contractor shall communicate progress of work performed to Local Government's administrative officer and/or department head periodically or as determined by Local Government.

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- **7.** COMPENSATION: The fee for Functions to be performed as defined in "Section A." herein above shall be **Fifty-Two Thousand Five Hundred and no/100s (\$52,500.00) dollars.** 
  - a) Our fees are inclusive of all personnel costs including but not limited to salary, benefits, taxes, professional development & certifications, cellular communications, travel, and management cost. Printing and reproduction shall be provided by Local Government. Any direct expenses (i.e., printing, postage, etc.) provided by Contractor personnel on behalf of Local Government, shall be reimbursed at actual cost plus seven (7%) percent.
  - b) Costs associated with incidentals (not consulting fees) for community-based meetings including, but not limited to, printing/reproduction of documents, advertising, and deliverables shall be either borne by the Local Government or, if expended by Contractor, shall be reimbursed at actual cost plus seven (7%) percent. ESTIMATE for budget purposes Fifteen Hundred and no/100's (\$1,500.00) Dollars.
  - c) Travel cost to and from Local Government jurisdiction by Contractor personnel is included in the fee above. Travel by Contractor personnel on behalf of Local Government to perform inspections within Local Government jurisdiction, or attend meetings outside Local Government jurisdiction, shall be reimbursed at the current IRS Standard Mileage Rate.
  - d) Travel cost to and from Local Government plus time attending meetings that are not convened for lack of a quorum shall be considered Out of Scope and are subject to the discounted hourly rate in the amount of One Hundred Fifty and no/100's (\$150.00) dollars.
  - e) **Services beyond the Scope** as defined in Section A. which may be requested by Local Government are subject to the discounted hourly rate in the amount of One Hundred-Fifty and no/100's (§150.00) dollars and shall be invoiced by the hour monthly and billed in quarter-hour increments. Travel time to and from Local Government jurisdiction by Contractor personnel to perform additional services not included in Section A. are subject to the discounted hourly fee stated herein.
  - f) **Modifications after Planning Board** approval and recommendation shall be billed at the discounted hourly rate of One Hundred-Fifty and no/100's (**§150.00**) dollars.
  - g) In depth **Public Engagement** to determine initial opinions & observations regarding current policy or subsequent Public Engagement to determine opinion on Draft LDC is priced at Fifteen Hundred and no/100's (**\$1,500.00**) dollars per session depending on client preferences & N-Focus schedule.

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8. PAYMENTS: Local Government shall provide **twelve (12) equal monthly payments** without invoice as follows:

Payment	Payment Due Date	<u>Payment</u> <u>Amount</u>	<u>Totals</u>			
1 <sup>st</sup>	April 30, 2023	\$4,375.00				
2 <sup>nd</sup>	May 30, 2023	\$4,375.00				
3 <sup>rd</sup>	June 30, 2023	\$4,375.00				
	FY 23-24	Payments	<u>\$13,125.00</u>			
4 <sup>th</sup>	July 30, 2023	\$4,375.00				
5 <sup>th</sup>	August 30, 2023	\$4,375.00				
6 <sup>th</sup>	September 30, 2023	\$4,375.00				
7 <sup>th</sup>	October 30, 2023	\$4,375.00				
8 <sup>th</sup>	November 30, 2023	\$4,375.00				
9 <sup>th</sup>	December 30, 2023	\$4,375.00				
10 <sup>th</sup>	January 30, 2024	\$4,375.00				
11 <sup>th</sup>	February 28, 2024	\$4,375.00				
12 <sup>th</sup>	March 30, 2024	\$4,375.00				
	FY 24-25 Payments					
	TOTAL CONTRACT					

Monthly invoicing for direct expenses as noted in "Section B.7." herein shall be due and payable within fifteen (15) days of invoice. A late payment penalty equal to 1.5% of the unpaid balance of either monthly payments or monthly invoicing may be assessed.

- 9. PERIOD OF SERVICE: Functions defined in "Section A." herein above shall be performed routinely based upon a mutually agreeable schedule during the period May 1, 2023 and ending April 30, 2024.
- 10. ACCESS: Local Government shall provide Contractor personnel with legal access to the primary work area during normal operating hours.
- 11. LIABILITY: Contractor personnel provided to Local Government are acting as contracted agents of Local Government in accordance with NCGS 160D-402(c) and no liability is implied or assumed for actions on behalf of Local Government, its administration, appointed officials and/or elected officials. General liability insurance shall be maintained by Contractor for the Functions to be performed under this Agreement. Contractor shall provide Local Government with a Certificate of Insurance prior to beginning Functions defined in "Section A." herein above. This certificate will become a part of this Agreement upon execution of this Agreement. Contractor shall further indemnify and hold Local Government harmless from any/all worker compensation claims by Contractor personnel and any other claims arising out of Contractor personnel's conduct.

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- 12. CERTIFICATIONS: Contractor personnel shall not be required to sign any documents, no matter by whom requested, that would result in Contractor personnel having to certify, guarantee or warrant the existence of conditions whose existence Contractor personnel cannot ascertain. Local Government agrees not to make resolution of any dispute with Contractor or payment of any amount due to Contractor in any way contingent upon Contractor's personnel signing any such certification or document.
- 13. FORCE MAJEURE: Contractor shall not be responsible for any delays, damages, costs, expenses, liabilities, or other problems that may arise as a result of a force majeure. A "Force Majeure" is defined as any event arising from causes beyond the reasonable control of Contractor, including but not limited to fire, flood, unusual inclement weather, acts of God, civil strikes or labor disputes, riots, acts or failures of Local Government or others.
- 14. CONFLICTING TERMS AND PROVISIONS: In the event of conflict among this Agreement and any hereto attached exhibits, this Agreement shall govern.
- 15. DISPUTE RESOLUTION: It is acknowledged this Agreement shall be governed by the laws of the State of North Carolina in the event of dispute. Any dispute, controversy or claim arising out of or relating to this Agreement, in particular its conclusion, interpretation, performance, breach, termination, or invalidity, shall be finally settled by the courts having exclusive jurisdiction within the county of Local Government.
- 16. COUNTERPARTS: This Agreement may be executed in two or more counterparts, each of which together shall be deemed an original, but all of which together shall constitute one and the same instrument. If any signature is delivered by facsimile transmission or by e-mail delivery of a ".pdf" format data file, such signature shall create a valid and binding obligation of the party executing (or on whose behalf such signature is executed) with the same force and effect as if such facsimile or ".pdf" signature page were an original thereof.
- 17. ENTIRE AGREEMENT: Local Government and Contractor acknowledge this Agreement and any Attachments hereto constitute the entire agreement between Local Government and Contractor concerning the subject matter hereof. Any amendments or modifications of this Agreement shall be in writing and executed by Local Government and Contractor. Unless stated otherwise in this Agreement, this Agreement may not be modified.
- 18. REPRESENTATIVES: On behalf of Contractor, only the following individuals have authority to modify or alter the terms and conditions of this Agreement:

F. Richard Flowe, President & CEO Patricia A. Rader, Secretary-Treasurer & COO

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19. NOTIFICATION:

### All correspondence shall be directed to:

Patti Rader, Manager
N-Focus, Inc.
315 South Main Street, Suite 200
Kannapolis, NC 28081
704.933.0772
PRader@NFocusPlanning.org

Section C. ACCEPTANCE:	
Patricia A. Rader	April 12, 2023
Patricia A. Rader, Manager N-Focus, Inc.	Date
ACCEPTED on behalf of Local Government by:	
Signature	Date
Printed name of authorized person signed above.	
	Seal of Local Government
ATTEST:	
Clerk to the governing board/council of Local Government	Date
PRE-AUDIT: This document has been pre-audited in accordance with applicable	North Carolina General Statute.
Finance Officer	Date
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# A READING GUIDE: VILLAGE OF MARVIN DEVELOPMENT ORDINANCE (UDO)

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N-Focus	Initials: <u>PAR</u> Date: 04/12/23
	Technical Standard & Specifications Manual
	Statements of Consistency & Reasonableness
	Official Zoning Map
Additional Docu	
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□□□ Article 8	Zoning Districts
□□□ Article 10	Uses w/ Additional Standards & Conditional Uses
□□□ Article 9	Building & Lot Type Standards
□□□ Article 21	Open Space
□□□ Article 17	Sign Regulations
□□□ Article 12	Parking
□□□ Article 11	Landscape Requirements & Tree Protection
□□□ Article 2	General Standards & Specifications (for all Districts)
□□□ Article 15	Special Events & Temporary Structures
□□□ Article 16	Subdivisions
□□□ Article 13	Streets
Standards & Sn	ecifications for Creating Village of Marvin's Character
□□□ Article 23	Administration & Enforcement
□□□ Article 22	Non-conformities
□□□ Article 14	Flexible Development Standards
□□□ Article 20	Erosion & Sedimentation Control
□□□ Article 19	Watershed Protection
□□□ Article 18	Flood Damage Prevention
□□□ Article 7	Permits & Procedures
□□□ Article 6	Variances & Appeals
□□□ Article 5	Amendments
□□□ Article 4	Planning Board & Board of Adjustments
□□□ Article 3	Definitions
□□□ Article 1	Purpose & Authority
•	Procedural, State & Federal Mandates

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	N-Focus, Inc.							
	2 Business name/dis	regarded entity name, if different from above						
page 3.	3 Check appropriate following seven box	box for federal tax classification of the person whose naxes.	name is entered on line 1. Chec	k only one of the	certain ent	4 Exemptions (codes apply only to certain entities, not individuals; see		
ype.	Individual/sole p		instructions on page 3);  Exempt payee code (if any)					
Print or type. Specific Instructions on page	Note: Check the LLC if the LLC is another LLC tha is disregarded fr	company. Enter the tax classification (C=C corporation, a appropriate box in the line above for the tax classifica is classified as a single-member LLC that is disregarded it is <b>not</b> disregarded from the owner for U.S. federal tax from the owner should check the appropriate box for the	tion of the single-member own	er. Do not check ner of the LLC is		n from FATCA reporting		
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S		street, and apt. or suite no.) See instructions.	F	lequester's name	and address	(optional)		
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	Kannapolis, NC							
	7 List account number							
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Marvin_FY 23_UDO_Agreement	Initials:	Date:



		FICATE OF LIA			- 1	01	(MM/DD/YYYY) /26/2023	
THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.								
IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).								
PRODUCER			CONTACT Donna					
StateFarm Melanie Franklin			PHONE SZE-	274-2420	FAX (A/C, No)	. 828-2	74-2423	
State Farm  Melanie Franklin  1270 Hendersonville Rd  Asheville, NC, 28704  Melanie Franklin  1270 Hendersonville Rd  Asheville, NC, 28704  INSURER(S) AFFORDING COVERAGE  NAIC #								
			INCHES A. State	Farm Fire and	Casualty Company		25143	
INSURED			INSURER B : State I	arm Mutual A	utomobile Insurance Com	npany	25178	
N-FOCUS, INC			INSURER C:			_		
313 S MAIN ST STE 110			INSURER D:					
KANNAPOLIS NC 28081			INSURER E :					
	TIFICAT	E NUMBER:	INSURER F:		REVISION NUMBER:			
THIS IS TO CERTIFY THAT THE POLICIES INDICATED. NOTWITHSTANDING ANY RE CERTIFICATE MAY BE ISSUED OR MAY EXCLUSIONS AND CONDITIONS OF SUCH	OF INSU	JRANCE LISTED BELOW HA ENT, TERM OR CONDITION THE INSURANCE AFFORD LIMITS SHOWN MAY HAVE	OF ANY CONTRACT	OT OR OTHER	ED NAMED ABOVE FOR DOCUMENT WITH RESP D HEREIN IS SUBJECT	THE PO ECT TO TO ALL	LICY PERIOD WHICH THIS THE TERMS,	
INSR LTR TYPE OF INSURANCE	ADDL SUBI	POLICY NUMBER		POLICY EXP	LIMI	TS		
COMMERCIAL GENERAL LIABILITY			1	T	EACH OCCURRENCE DAMAGE TO RENTED	\$ 2,00	0,000	
CLAIMS-MADE OCCUR			1		DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 300		
					MED EXP (Any one person)	\$ 5,00		
A	X	93-B5-L417-0	09/26/2022	09/20/2023	PERSONAL & ADV INJURY	\$ 4,00		
GEN'L AGGREGATE LIMIT APPLIES PER:				1	GENERAL AGGREGATE	\$ 4,00	0,000	
POLICY PRO- JECT LOC			1		PRODUCTS - COMP/OP AGG	s 4,00	0,000	
AUTOMOBILE LIABILITY	_			<del> </del>	COMBINED SINGLE LIMIT (Ea accident)	5		
X ANY AUTO				1	(Ea accident) BODILY INJURY (Per person)	-	0.000	
B OWNED SCHEDULED		364 7270-A20-33H	01/20/2023	01/20/2024	BODILY INJURY (Per accident)	\$ 1,00 \$ 1,00		
AUTOS ONLY AUTOS HIRED NON-OWNED AUTOS ONLY AUTOS ONLY					PROPERTY DAMAGE	\$ 500.		
AUTOS ONLY AUTOS ONLY		1			(Per accident)	5		
UMBRELLA LIAB OCCUR					EACH OCCURRENCE	s		
EXCESS LIAB CLAIMS-MADE			1		AGGREGATE	s		
DED RETENTION\$			1			s		
WORKERS COMPENSATION AND EMPLOYERS' LIABILITY					PER OTH-			
. ANY PROPRIETOR/PARTNER/EXECUTIVE		02 EU 0042 7	02/24/2024	00/04/0004	E.L. EACH ACCIDENT	s 100,	000	
(Mandatory in NH)	N/A	93-EH-G042-7	03/24/2021	03/24/2024	E.L. DISEASE - EA EMPLOYEE			
If yes, describe under DESCRIPTION OF OPERATIONS below					E.L. DISEASE - POLICY LIMIT	\$ 500,	000	
DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICL	ES (ACOR	D 101, Additional Remarks Schedu	le, may be attached if m	ore space is requi	red)			
DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 191, Additional Remarks Schedule, may be attached if more space is required)								
CERTIFICATE HOLDER			CANCELLATION					
			SHOULD ANY OF THE EXPIRATIO ACCORDANCE W	THE ABOVE D IN DATE THE	ESCRIBED POLICIES BE C EREOF, NOTICE WILL Y PROVISIONS.	ANCELL BE DEL	ED BEFORE	
			Wenny	Men	L LSA	15		
ACORD 25 (2016/03)	The A	CORD name and logo an			ORD CORPORATION. A	-	s reserved. 49.12 03-16-2016	

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Marvin_FY 23_UDO_Agreement	Initials:	Date: