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FAX NO. : 3470215

Dec. 14 2005 12:38PM PS

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DEC.14'2005 11:58 845 486 4268

SHAW & PERELSON

#0741 P.002/003

Focus Consulting Associates, LLC

PO Box 366

Tarrytown, New York 10591

914-220-7830

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Superintendent Searches, Board Workshops, Administrative Studies

Agreement Between

Focus Consulting Associates, LLC

The Board of Education of the Poughkeepsie City School District

This agreement is made on the 14th day of December, 2005, between the Poughkeepsie Board of Education and Focus Consulting Associates, LLC, Box 366, Tarrytown, New York, 10591, whereby the Board agrees to employ Focus Consulting Associates, LLC to conduct a full and comprehensive search for a Superintendent of Schools for the Poughkeepsie City School District as described in the calendar mutually developed by the Board and Focus Consulting which shall be attached as an Exhibit to this agreement not later than February 1, 2006. It is understood and agreed that it is the Board's goal to select and appoint a new Superintendent of Schools not later than July 1, 2006.

It is further agreed that the Board shall pay Focus Consulting the sum of \$19,000 to be paid as follows:

\$6,500	Payable on the signing of this contract
\$6,500	February 1, 2006 <i>(initials)</i>
\$6,000	Following the appointment of the new superintendent

Should the Board elect to identify a second slate of candidates, Focus Consulting will propose up to three additional candidates who, based solely on the professional judgment of Focus Consulting Associates, meet district specifications. Focus Consulting will conduct a second search at a rate to be determined by the Board and Focus.

It is further agreed that the Board will reimburse Focus Consulting for necessary and reasonable expenses incurred during the search process. Expenses normally include, but are not limited to, such items as telephone, postage, photocopy, meals, and travel costs these cost shall only be reimbursable if reasonable in cost and necessary to the business of the search. Travel costs which require travel by airplane or out-of-state travel by the consultants or candidates will be approved by the Board in advance of the Consultant incurring the same.

Approximate "other costs" of the search will include:

1. Preparation and printing of informational brochure (\$1,500)
2. Newspaper advertising (\$10,000)
3. Postage, copying, supplies and recruitment costs (\$2,500)
4. Reimbursement of travel costs for consultants and candidates (\$3,000)

In the event that these estimated additional "other costs" will exceed the amounts as estimated by Focus herein, Focus will inform the Board of the same in writing and will seek approval of an additional estimated budget for such costs. It is further agreed that the costs of advertising, printing, and similar

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FROM : FAX NO. 13470215

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expenses will be billed, wherever possible, directly to the Poughkeepsie City Board of Education by the provider of those services.

It is understood that the Board may, at its sole discretion, choose to employ Focus Consulting for additional work beyond the scope of the work agreed upon herein. The fee for such optional work shall be \$150.00 per hour.

Vincent T. Beni 12/14/05

Dr. Vincent T. Beni, Focus Consulting

December 14, 2005 (Date)

Stanley F. Merritt 12/14/05

Mr. Stanley F. Merritt
Board of Education President, Poughkeepsie City School District

December 14, 2005 (Date)