- I. <u>Meeting Called to Order</u>
- II. Roll Call
- III. Adopt the Agenda of the Regular Meeting of May 21, 2019
- IV. Executive Session
- V. Pledge of Allegiance
- VI. <u>Public Comments</u>: The Board of Education invites you, the residents of our school community, to feel comfortable in sharing matters of interest or concern that you might have with us. The Board President will be happy to recognize those of you who wish to speak. We would ask that you come forward and please identify yourself before presenting your thoughts.

Those items brought to the attention of the Board during this time may be taken under consideration for future response or action. (*Individual comments will be limited to three minutes.*)

As a matter of courtesy, we ask that issues related to specific School District personnel or students be brought to the attention of the Superintendent of Schools privately. Thank you for this consideration.

<u>Board Reponse</u>: The Board of Education is committed to keeping communication open and transparent. The Board of Education President will be working with the Board and the Superintendent to make every effort to respond to public comments directed to the Board of Education at previous meetings, during the next scheduled meeting.

- VII. Points of Interest
- VIII. Superintendent Recognitions & Updates
  - Kudos
  - Thank You and Good Luck Owen Kennedy
  - Restorative Circles
  - Mental Health Team Update
  - Capital Project Update
- IX. Board Reports

	Facilities Committee	<ul> <li>Student Representative Owen K</li> </ul>	ennedy
X.	Minutes	-	(Board Action)
	Annual Meeting of May 21, 2019	• Regular Meeting of May 21, 20	19
XI.	Award Bids	•	
	• Vehicle #M3: 2011 Ford F-250 Super D	uty Truck	(Board Action)
	Vehicle #MI: 2006 Chevy Suburban	•	(Board Action)
	• Vehicle #29: 2009 Chevy Suburban		(Board Action)
XII.	Business / Financial		(Board Action)
	• Discards		
	- Food Service Department		
	- Elementary School Library		
	• 2019-2020 Meal Prices		
	Donation		
	Student Field Trip		
	• Website Maintenance and Social Media	Contract	
XIII.	Personnel		(Board Action)
	• Appointment		
	- 2019-2020 Driver Education Teachers		
	- TOSA		
	- Science Teacher		
	Unpaid Leave Requests		
	• 2019-2020 Summer Program Appointme	ents	
	<ul> <li>2019-2020 Summer Program Substitutes</li> </ul>	5	
	• 2019-2020 Summer Hours		
XIV.	Consent Agenda Items		(Board Action)
	• CSE and 504 Committee Recommendat	ions	
	• Volunteer(s)		
	• Substitute(s)		
	- Teacher Aide		
XV.	Adjournment		(Board Action)
	· · · -		

(Board Action)

(Board Action)

Minutes of a Regular Meeting of the Board of Education of Naples Central School held on Wednesday, June 5, 2019 at 6:02 p.m. in the Naples High School Cafeteria.

Members Present:	Robert Brautigam	Thomas Hawks
	Joseph Callaghan	Kelley Louthan
	Carter Chapman	Gail Musnicki
	Brent Gerstner	Maura Sullivan
	Jacob Hall	Owen Kennedy

Members Absent:

Also Present: Matthew Frahm, Kristina A. Saucke, E. Bridget Ashton, Heather Clark, Anneke Radin-Snaith and Pamela Claes.

Guests: Shirley Riffle, Diann Payne, Joelle Nicholson, Monica Kastner and John McCabe.

A quorum being present, the meeting was called to order at 6:02 p.m. by Board President Jacob Hall.

### Motion: Robert Brautigam

2<sup>nd</sup>: Gail Musnicki

Resolved, that the Board of Education approves the agenda of the Regular Meeting of June 5, 2019 as presented.

Voting Yes: 9 Voting No: 0

### **Motion Carried**

oting No: U

Motion: Brent Gerstner

2<sup>nd</sup>: Kelley Louthan

Resolved, that the Board of Education approves calling an executive session at 6:03 p.m. for the purpose of discussing the employment history of a particular person or persons. **Voting Yes:** 9 Motion Carried

Voting No: 0

### Time out of Executive Session: 6:31 p.m.

### **Public Comment:**

Elementary Teacher Aide Diann Payne thanked Superintendent Frahm for his fun phone call while she was out, stating it brightened her day. Diann also thanked everyone who sent cards, texts, and called her while she was out, noting she really appreciated them and it made her realize what a wonderful place she works at and she is glad to be back.

Board President Jacob Hall gave a response to the public comment made by Village Mayor Brian Schenk at the previous Board of Education meeting as follows:

Thank you for communicating the Village's position on the Village sewer district during our May 22, 2019 Board meeting. We would like to reiterate, that we appreciate and value the relationship between the Village of Naples and the Naples School District. The Village presented information regarding the future sewer project that had been presented and discussed in past Facility Committee Meetings.

As you may be aware, the Taxpayers of the School District recently approved, in a past capital project, the renovation and improvement of its septic system. Based on information provided by our Professional Planning, Design and Construction Team, our current system should meet the needs of the district for the next 20-30 years. Additionally, our Professional Legal Counsel has advised us that further review is required to understand the District's position and obligation.

Additionally, we have asked and not received, any estimate of the potential costs to the District from the Village based on their position.

We, the Board, feel that it is our fiscal responsibility to the District and all of it's Taxpayers to thoroughly review our position based on the advice of our Legal Counsel and Current Law.

Again, we value our relationship with the Village and look forward to continuing this discussion after we have additional information.

Superintendent Frahm noted he had talked with Mayor Schenk the previous week about the Village's position and interests and also where the District is now regarding some of the questions the District has about the sewer system.

### **Points of Interest:**

Board President Jacob Hall noted the Junior High Concert and Art show was being held in the auditorium that night.

Superintendent Frahm noted it was Secondary Principal Bridget Ashton's birthday, those present wished her a Happy Birthday.

### Superintendent Recognitions & Updates

Superintendent Matthew Frahm gave kudos to Jennifer Lester, noting not only is she an Elementary Special Education Teacher and Department Chairperson but she is the President of the Parent-Teacher Partnership (formerly the NSA). Mr. Frahm noted membership has increased and there is a very dedicated core of parents and staff members that are doing a lot of fund raising to support field trips and provide a number of different opportunities for students, adding the group had also organized the Academic Awards night. Superintendent Frahm stated they did a great job setting up for the Academic Awards, noting there were hours of preparation from the volunteers and he appreciates Mrs. Lester's efforts at revitalizing the Parent-Teacher organization.

Superintendent Frahm recognized Student Representative Owen Kennedy noting it was his last Board of Education meeting, thanking Owen for his work as Student Representative and also for his willingness to engage and be an involved in school service and make a difference as a student throughout his time at Naples Central School. Mr. Frahm wished him well as he leaves for college. Board President Hall stated he may have been our Student Representative but he was also a peer at the table, noting he had done a great job and wishing him well at college.

Superintendent Frahm announced that Carter Waldeis will be the Student Representative for the 2019-2020 school year. Mr. Frahm presented a gift to Student Representative Owen Kennedy from the Board of Education with thanks for a great job as the Student Representative.

Assistant Secondary Principal Heather Clark, High School Guidance Counselor Monica Kastner, and High School English Teacher Joelle Nicholson presented information on Restorative Circles and Pro-Social Skill Groups that they have implemented with the 7<sup>th</sup> and 8<sup>th</sup> grade students.

Secondary Principal Ashton stated they would be presenting on Tier 1, an intervention for all students, trying to reinforce what the District has been doing with RISE (Respect, Integrity, Safety and Excellence) noting Monica Kastner and School Psychologist Melissa Steenburgh devoted three days to professional learning on just community building circles and brainstormed on how to implement this information. Mrs. Ashton stated there have been very tangible results from the work they have done with the students this school year. Mrs. Kastner, Mrs. Nicholson and Mrs. Clark presented information on the various aspects of implementing the program and the profound impact it had on the students, stating in the 7<sup>th</sup> grade where they were able to meet once a week and they were surprised at how well the students had responded, noting the 8<sup>th</sup> grade students had only been able to meet once per month, so they felt it was not as productive however still an improvement. Board comments and discussion followed pertaining to the program (Presentation attached).

Superintendent Frahm stated the District received some funding through Senator Funke's office and the District used it to fund some work regarding Mental Health, noting a team of about twenty people met last summer and have continued some of the work over this school year. Mr. Frahm stated NYS adopted a curriculum document for Mental Health education that states how the District needs to be teaching kids about issues regarding mental health, adding the information has to be integrated into the grades K-12 curriculum, noting there are four parts to this process.

1. A group of four or five teachers have been working on where some of those learning experiences will come and how it fits in so that students know if they are feeling anxious, depressed or stressed out what that means and how they would get help.

2. Looking at staff professional development, recognizing the vast majority of teachers did not learn about counseling or mental health support so this is a learning area for all of the teachers, noting the teachers have attended conferences concerning mental health in District as well as outside the District to strengthen our own skill set so we can support students or adults who might be struggling.

3. Looking at ways to better support parents who might have a student who is struggling with mental health/wellness issues, noting the supports that are available through the state or county really can become complex and overwhelming, especially in our District as each of the four counties included in our District is different, and the District can act as a better referral agency for a family or parent or student who may be looking to help them get support.

4. Culture and Climate (Community) group working on school spirit, developing a culture that values community and belonging.

Superintendent Frahm stated the District has connected with a local organization that is, through a grant, going to provide an eight-hour youth mental health first aid training to around thirty staff in August. Board comments and discussion followed.

1st Vice President Joseph Callaghan left at around 7:00 p.m.

Board Member Robert Brautigam presented the Facilities Committee report, noting Phase I of the Capital Project is pretty much complete, adding there is a new design for how the lateral line that was discussed at previous meetings will connect to the municipal line, adding they have reached out to the town to set up a time to inspect the connection, noting they will wait until school is out for the inspection to prevent disruption of the school schedule.

Mr. Brautigam stated with Phase II, in the Bus Garage, they are continuing with the masonry brickwork, adding the brickwork has been completed on the north side; the pre-cast pieces will be installed soon; part of the floor has been poured; light pole bases have been delivered; and the project is on schedule.

Mr. Brautigam noted they had seen the facade panels which will be installed in the Elementary building, adding the committee had decided they will replace the older façade panels over the doors near the temporary main entrance and on the loading dock side at the Elementary school as well.

Mr. Brautigam stated passive quotes have been received on the demolition of the old bus garage, noting they looked at how the new grass space will tie into existing blacktop and how parking will be put in that area once that is removed.

The Facilities committee had discussed replacing the playground equipment, which is now around twenty years old, noting new equipment is very expensive so they are hoping to make it last a little longer. Superintendent Frahm stated a similar playground would cost about \$200,000 so that is an expense the District would like to loop in with a future capital project.

The committee also discussed the pricing on the computer lab furniture, finding a way to cut 35% from the original cost, and also discussed the front of the High School building, noting the paint on the old wooden doors is pealing and it will be included in the scope of the capital project work.

Mr. Brautigam also noted the committee had discussed the sewer project and resurfacing the tennis courts which will happen within the next two weeks, weather permitting.

Student Representative Owen Kennedy spoke about his time as a Student Representative to the board, stating he appreciated the opportunity to serve on the board, noting he values the opinion of the student body and he feels the board does as well which he thinks is unique to Naples and he appreciates that. Owen stated, as he made his presentations, he tried to voice everyone's opinions, not just things that he does but what other people do as well, and tried to bring out a wide spectrum of what is going on in the school. Owen asked the board continue to keep an open mind on the Student Representative's attendance at meetings as the student may have to miss a meeting on occasion due to other commitments and on occasion will have to miss other commitments due to a meeting, adding he had appreciated the board being open-minded about it for him. Superintendent Frahm stated it's understandable when some meetings are missed; noting one of the things the District values is that the student representatives have been very involved in other activities and yet, even when they are busy they don't miss many meetings.

#### Motion: **Brent Gerstner** 2<sup>nd</sup>:

### Gail Musnicki

Resolved, that the Board of Education approves the minutes of the following meeting(s):

- Annual Meeting of May 21, 2019
- Regular Meeting of May 21, 2019

Voting Yes: **Motion Carried** 8 0

Voting No:

### Motion: Carter Chapman

2<sup>nd</sup>: Thomas Hawks

Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following Business resolutions as presented:

• Resolved, that the Board of Education authorizes the following Bid Award:

Vehicle #M3: 2011 Ford F-250 Super Duty with Plow; 4x4; Regular Cab with 8' Box; Automatic 6.2 Engine; 19,204 miles Highest Bid: \$10,500.00

**Motion Carried** 

Voting Yes:8Voting No:0Abstain:0

Motion: Kelley Louthan

2<sup>nd</sup>: Gail Musnicki

Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following Business resolutions as presented:

• Resolved, that the Board of Education authorizes the following Bid Award:

Vehicle #MI: 2006 Chevy Suburban; 2500 4x4; Automatic 6.0 Engine; 106,073 miles

**Motion Carried** 

<u>Highest Bid</u>: \$566.14

Voting Yes:7Voting No:0Abstain:1

Motion: Brent Gerstner

2<sup>nd</sup>: Carter Chapman

Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following Business resolutions as presented:

• Resolved, that the Board of Education authorizes the following Bid Award:

Vehicle #29: 2009 Chevy Suburban; 2500 4x4; Automatic 6.0 Engine; 122,892 miles Highest Bid: \$1,600.00

Voting Yes:8Motion CarriedVoting No:0Abstain:0

Motion: Kelley Louthan 2<sup>nd</sup>: Maura Sullivan

Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following Business resolutions as presented:

- Resolved, that approval be given for the following discards to be declared surplus property and approval given to discard as per Policy #5250:
  - Food Service Department:
    - One (1) Ice Machine #IA05201256000
  - Elementary Library:
    - Fairy Tale Comics
    - Tarantulas

• Resolved, that approval be given to establish the following prices for the Naples Central School District Breakfast/Lunch Program:

Student Lunch Price: Elementary - \$2.40 High School - \$2.65

Adult Lunch Price: \$3.84

- Resolved, that authorization be given to accept the generous donation from Crosby's of five hundred dollars (\$500), designated for the High School Music Program.
- Resolved, that the Board of Education authorizes that Naples students who participate in the Outdoor Adventures Class be granted approval for an overnight trip involving camping, fishing at Ontario County Park on Friday, June 14, 2019 at 2:30 p.m. through Saturday, June 15, 2019 (Itinerary attached).
- Resolved, that the Board of Education approves the monthly service contract between Naples Central School District and Pepper Makepeace for Website Maintenance and Social Media. (Attached)

Voting Yes:	8	<b>Motion Carried</b>
Voting No:	0	

### Motion: Maura Sullivan

2<sup>nd</sup>: Robert Brautigam

### Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following personnel item as presented:

- Resolved, that upon the recommendation of the Superintendent, the Naples Central School District Board of Education approves the following appointments:
  - Summer Driver Education Teachers for the 2019-2020 School Year, as per the Naples Teachers' Association current contract: Matthew Green, 8548 Maxfield Road, Naples, NY 14512

Robert Birdsall, 8 Rushville Road, Naples, NY 14512

- Carrie Grove, as a 1.0 FTE Teacher on Special Assignment, Instructional Specialist, effective July 1, 2019 and expiring on June 30, 2020. The certification area and status is Pre-Kindergarten, Kindergarten and Grades 1-6, Permanent. Salary for the 2019-20 school year will be Step 22 of the 2019-2020 Salary Distribution Schedule Masters.
- Ellen Ellison, to a probationary term of four (4) years beginning on July 1, 2019 and expiring on June 30, 2023, as Science Teacher, effective July 1, 2019. Eligibility for tenure at the end of the probationary period is dependent on the employee receiving APPR ratings of Highly Effective or Effective in at least three (3) of the four (4) preceding years and no Ineffective rating in the final year. The certification area and status is Biology 7-12, Internship Certificate. Salary for this position will be Step 2 of the 2019-2020 Distribution Schedule – Bachelors. This appointment is in accordance with and subject to Education Law, the regulations of the Commissioner of Education, and the by-laws of the Board of Education.
- Resolved, that the Board of Education approves the following request for an unpaid leave of absence:
  - Donald Christmas, School Bus Driver/School Monitor: May 28, 2019 and May 29, 2019
  - Barbara Welch, Teacher Aide: May 20, 2019
  - Kimberle Carmona, School Bus Driver: May 30, 2019 for 3.75 hours and June 3, 2019 through June 5, 2019.

• Resolved, that the Board of Education approves the following Summer Program appointments:

Summer Academy Program Teachers, salary as per negotiated agreement:

2			
Jean Becker Kara Houppert Jeffrey Liebentritt Seth Almekinder Therese Marble	Angela Lynk Mary Cloninger (July 8 <sup>th</sup> through July 25 <sup>th</sup> ) Dawn Mahan (July 29 <sup>th</sup> through August 1 <sup>st</sup> ) Michelle Walpole		
Sarah Waltman - Benchmarking (	5 days between July 29 <sup>th</sup> and August 8 <sup>th</sup> )		
Summer Academy Program Teacher Aide	es, salary as per negotiated agreement:		
Holly Rector Trisa Harvey	Darlene Wolfanger		
Summer Academy Program Temporary T August 8, 2019 at the 2019-2020 rate of p Christina Wheaton, Cook Lyndsey Bjork, Food Service Helj Summer Academy Program Temporary T August 8, 2019: Laura Wixom, at the rate of \$11.	pay for their regular full-time positions: per Teacher Aides from July 8, 2019 through		
Extended School Year Special Education Laurie Fitzgerald Jodie Schwartz (07/08/19 - 08/09 Dawn Mahan (08/12/19 - 08/16/1 Hanna Fox (07/08/19 - 07/26/19)	19) Julie Fitzpatrick (07/29/19 – 08/16/19)		
	Extended School Year Special Education Teacher Aides, salary as per negotiated		
agreement: Melinda Foster Laura Ratt	Kelly Hall		
Extended School Year Special Education through August 16, 2019: Rita Bradshaw, at the rate of \$11.	Temporary Teacher Aides from July 8, 2019 10/hr.		
Extended School Year Support Staff, sala Tammy Matthews, Counseling Julie Austin, Music Therapy: One Nicole Dillon, Occupational Thera Stephanie Storms, Physical Thera	day/week for 6 weeks apy (Contracted through BOCES)		
Kelly VandeSande, Nurse (07/08/ Laura Finnan, Nurse (07/29/19 – (	19 – 07/26/19 and 08/12/19 – 08/14/19) 08/09/19 and 08/15/19 – 08/16/19)		
• Resolved, that the Board of Education approves called in to work as substitutes in the Extended as needed, salary as per negotiated agreement.			
• Resolved, that the Board of Education approve	s that regularly employed personnel may be		

• Resolved, that the Board of Education approves that regularly employed personnel ma called in to work summer hours as needed, salary as per negotiated agreement.

Voting Yes:8Voting No:0

**Motion Carried** 

#### Motion: **Carter Chapman** 2<sup>nd</sup>:

**Brent Gerstner** 

Resolved, that the Board of Education, upon the recommendation of Superintendent Matthew Frahm, approves the Consent Agenda Items as presented:

- a. Resolved, that the Board of Education accepts the committee recommendations from the following meetings:
  - Committee on Special Education action of May 8, 2019; May 14, 2019; May 16, 2019; May 20, 2019; and May 22, 2019.
  - 504 Committee actions of May 8, 2019.
- b. Resolved, that the Board of Education hereby approves the following Volunteer: Name Position Address

1 1001110		
Holly Heins	Volunteer	13 Reed Street, Naples, NY 14512

c. Resolved, that the Board of Education hereby approves the following Substitute Appointment, pending a successful background clearance report provided to the school as a result of the fingerprinting process:

Name Position Address Lyndsey Bjork 22 Weld Street, Naples, NY 14512 Teacher Aide **Motion Carried** 

Voting Yes: 8 Voting No: 0

#### **Thomas Hawks** Motion:

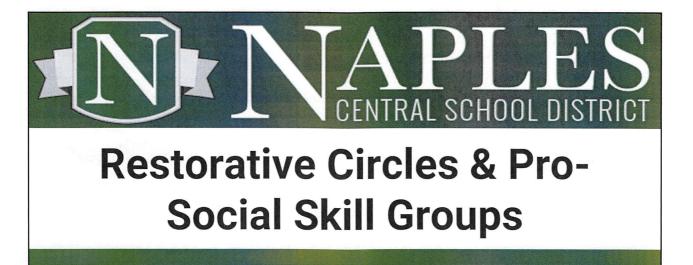
 $2^{nd}$ : **Kelley Louthan** 

There being no further business, the Regular Meeting of June 5, 2019 is hereby adjourned at 7:25 p.m.

Voting Yes: 8 Voting No: 0 **Motion Carried** 

Dated this 5<sup>th</sup> day of June, 2019

Pamela Jo Claes, Deputy District Clerk



Monica Kastner, Alyson Powers, Melissa Steenburgh, Joelle Nicholson, and Heather Clark



\*Guidance, SEL, FCS, and Health curriculum alignment

\*Regular occurrence has allowed a sense of community to occur

\*Topics have included: Understanding Diversity, Friendship, Goals, Cooperation, Tolerance, Community Building, Mindfulness, and Respect

<u>Futuring</u>: Requested for planning time for 19-20 school year; planning to incorporate bullet journal and more mindfulness techniques

## **7th Grade Circles**

### Details:

- Topics included community building, communication skills, empathy, self-awareness, self-care, and team-building exercises.
- Saw growth in students ability to communicate

### **Obstacles:**

• Lower engagement due to less meetings

### Looking forward:

• Ways to incorporate circles more, including academics circles



## 8th Grade Circles

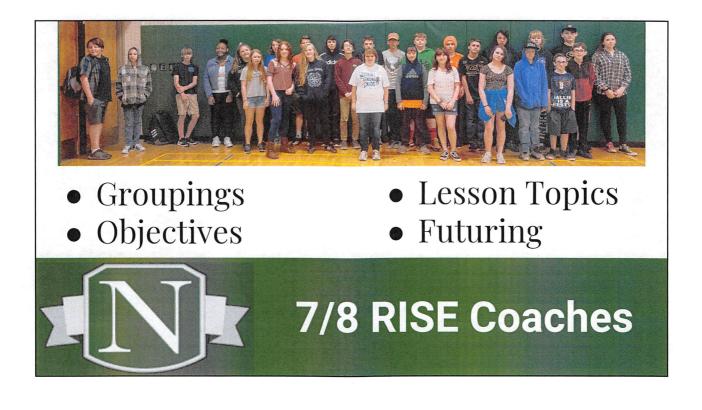
- Transition from Lunch Bunch to Monthly MTSS Tier 1 Character Ed. in ELA & Math
- Goal remains an intent of spreading positive, peer relations in middle school and beyond
- Lesson highlights; Be a Part of the Solution (Feather Fable, Kindness Minute) and 'Map it Out' in the cafeteria

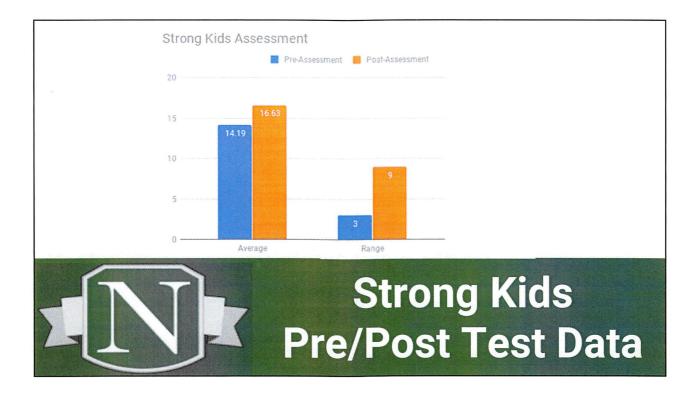




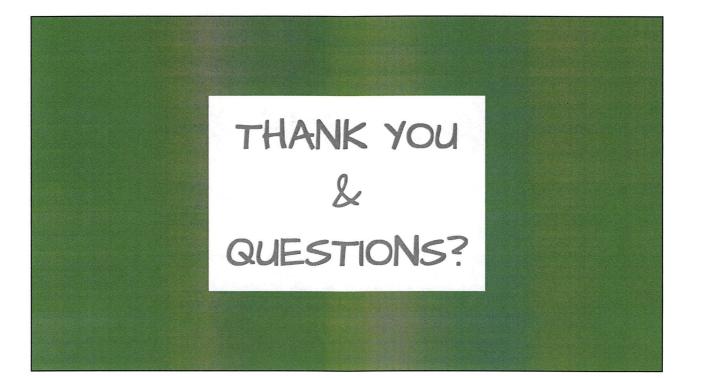
7/8 Olweus Program

6/7/2019





3



## Outdoor Adventures Class Culminating Experience Itinerary 2019

### Itinerary:

### Friday, June 14th

2:30: School ends and prepare to leave3:00: Depart from school, destination Ontario County Park

- Hike on the Bristol Hills Branch of the Finger Lakes Trail to county road 33 and the Betrus's house
- 5:30: Arrival at the Betrus House
  - Set up tents
- 5:30-6:00: Dinner
  - Outdoor cooking / Barbecue cooking
  - Menu TBA
- 8:00: Second dinner
  - Open fire / campfire pizza
- 9:30: Smores and snacks

12:00: Lights out

### **Potential Activities:**

- Canjam / cornhole / spikeball
- Fishing (Catch n' Cook)
- Campfire
- Cards

### Saturday, June 15th

9:00: Wake Up 9:30: Breakfast 10:00-12:00 Hang out, clean up. 12:00 Lunch



## PEPPER MAKEPEACE

web design & small business consulting

### Monthly Service Contract

for Naples Central School District [The Client]

### 1. Scope of Work

- ► Website Maintenance www.naplescsd.org
  - Maintain site freshness
    - regular content updates
    - regular content review for accuracy
  - Estimated Website Maintenance hours per week: 1-2 hours
- Social Media
  - Facebook Page
    - *Top Priority:* Building awareness parents & community
    - *Design:* refresh & possible restart of NCS Facebook Page
    - *Promote:* Encourage parent engagement and page likes through invites and promotion on the Naples Community Page
  - Content Curation Facebook
    - Regularly pull existing content from various sources for redistribution
      - Twitter activity
      - Faculty activity
      - Community
      - Related News & Articles (ex. Tips for selecting a college, etc.)
  - Content Creation Facebook
    - Develop custom content from NCS sources for distribution
      - NCS Website
      - NCS Newsletters
      - NCS Policies
      - NCS Calendar
  - Content Distribution Facebook
    - Post real-time content as needed (ex. school cancellations)
    - Schedule non time-sensitive content (custom and curated content)

## Pepper Makepeace

web design & small business consulting

- Engagement Monitoring Facebook
  - Forward questions to the appropriate person as needed
  - Notify the appropriate people of comments/discussions as needed
  - Answer simple questions as appropriate (ex. contact info, event info, etc.)
- Estimated Social Media hours per week: 3-5 hours

#### Fees 2.

- Service Contract Fee: \$800/month (\$9,600/year) billed monthly
- Total Fee Due Upon Signing: \$800 prorated for current month

### **Payment Schedule** 3.

Total Fee Due Upon Signing (1 <sup>st</sup> month payment)	Due Upon Signing
Service Contract Fee (billed monthly)	1 <sup>st</sup> of the Month

### **Terms and Conditions** 4.

### 4.1 **Term**

The Term of this Contract (the "Term") will begin on the date of this Contract and will remain in full effect until the end of the calendar year. This Contract will automatically renew at the end of each calendar year for an additional one (1) year term. This Contract may be terminated by either party with a full 30 day written notice, at any time.

### 4.2 Payment

The Total Fee Due Upon Signing payable under the Scope of Work is due immediately upon mutual agreement of this contract. Pepper Makepeace LLC reserves the right not to commence any work until the Total Fee Due Upon Signing has been paid in full. Pepper Makepeace LLC may elect at its sole discretion to offer a partial refund depending upon the circumstances.

All payments are due upon receipt. Late payments will be charged a 1.5% compounded monthly late fee beginning 15 days after billing. Should a payment be late, Pepper Makepeace LLC reserves the right to freeze all work until accounts are settled. Payments will be made via PayPal or Check to: Pepper Makepeace LLC, P.O. Box 212, Naples, NY 14512.

### 4.3 Stock Photography Payment Obligations

Stock photography includes most photos and/or images not provided by the client. Stock photography purchased on behalf of The Client for use in website development is billable at a minimum of \$10 per picture. This amount is separate from the Total Fee and hourly fees. Some pictures are more expensive than \$10, in which case Pepper Makepeace LLC will solicit Client approval and communicate the price before purchasing. No fees will be charged unless approved in advance by The Client.

### PEPPER MAKEPEACE web design & small business consulting

### 4.4 Supply of Materials

The Client must supply all materials and information required to complete the work in accordance with any agreed specification. Such material may include, but are not limited to, photographs, written copy, logos and other printed material. Where there is any delay in supplying these materials leading to a delay in the completion of work, Pepper Makepeace LLC has the right to extend any previously agreed deadlines by a reasonable amount.

**Text Content** – Copy and links needs to be delivered digitally and should be carefully proofread by The Client.

**Graphical Content** – Images must be provided in digital form, unless otherwise provided for in this contract.

### 4.5 Ownership of Intellectual Property

All intellectual property and related material, including any trade secrets, moral rights, goodwill, relevant registrations or applications for registration, and rights in any patent, copyright, trademark, trade dress, industrial design, and trade name (the "Intellectual Property") that is developed or produced under this Contract, is a "work made for hire" and will be the sole property of the Client. The use of Intellectual Property by the Client will not be restricted in any manner.

### 4.6 Limited Liability

The Client alone shall be responsible for the accuracy and adequacy of information and obtaining the required licenses and respect copyright for any and all third part assets including but not limited to fonts, media, and software. Pepper Makepeace LLC cannot take responsibility for any copyright infringements caused by materials submitted by The Client. Pepper Makepeace LLC reserves the right to refuse any material of a copyrighted nature unless adequate proof is given of permission to use such material.

The Client agrees that any liability of Pepper Makepeace LLC relating to this agreement and the services performed shall be limited to the amount of fees actually received by Pepper Makepeace LLC, from The Client under this agreement regarding the services in question. In no event shall Pepper Makepeace LLC be liable for any special, incidental, indirect, cover, consequential, exemplary or punitive damages; any damages based on injury to person or property; or any lost sales, profits or data, even if The Client is told that any such damages may occur.

### 4.7 Credit

Pepper Makepeace LLC retains the right to use The Client within its roster of clients. A link to, or graphic representation of, The Client's website and/or social media profile(s) may be placed on the Pepper Makepeace LLC web site as part of its business portfolio.

### 5. Acceptance

Any change to this contract shall be subject to mutual written agreement of the parties.

# PEPPER MAKEPEACE web design S small business consulting

IN WITNESS WHEREOF, the parties have so agreed as of the date written below

Acceptance: The Client	Acceptance: Pepper Makepeace LLC
The Client:	
	Signature:
Signature:	Print Name: <u>Pepper Makepeace</u>
Print Name:	
Title:	Title: <u>owner</u>
	Date:
Date:	