

Management Partners



To: Mr. Robert Shelton, City Administrator
The Honorable Charles Rehm, Jr., Mayor, City of Town and Country

From: Wayne Chapman, Partner and Project Director
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Subject: Public Works Projects Implementation Audit – Recommendations

Date: August 16, 2021

Introduction and Background

The City of Town and Country requested that Management Partners conduct a performance and operations audit for three capital projects managed by the Public Works Department. The goal was to understand why the construction-related costs exceeded estimated project budgets or why projects were not completed as scheduled, and recommend changes in policies and/or practices to ensure similar issues are avoided in the future.

Until recently, the delivery of capital projects has been generally perceived by the Board of Aldermen and the community as successful and non-controversial. With the passage of a one-half cent sales tax in 1995 for capital improvements and another one-half cent sales tax in 1998 for parks and stormwater, along with a dedicated funding stream for roads from County property taxes, the City enjoys a sizable Capital Improvement Program (CIP) for its size. The City's average annual CIP appropriation over the past seven years for roadways, municipal improvements, parks and trails and storm water is just over \$2 million, with an annual average of approximately \$300,000 in leveraged grant reimbursements over the same period.

Based on our analysis of the three capital projects, the key elements that led to negative perceptions about capital project implementation by City leaders can be attributed to insufficient preliminary engineering prior to setting the initial scope and budget. Also contributing to the issues were scope creep, insufficient estimates of the time and cost required to acquire the properties, insufficient staffing, and the need to better communicate project budget and schedule adjustments resulting from changes in scope or contract change orders.

This memorandum contains Management Partners' analysis and recommendations about the Town Square Project, Mason Road Pedestrian Trail Project and the Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project. Each project is described below and more detail about the issues under study is contained in the following sections.

Town Square Project

This project was a culmination of a community vision for a historic 8.8-acre property that the City purchased in 2014. As envisioned, the Town Square Project was to include a pavilion and town square for events, restaurants, and commercial development on two acres. In addition, a lake with a fishing dock, a fountain and babbling brook with a waterfall, a trail network with a tunnel under Clayton Road and other features were to be included. The project was initiated in 2015, with construction beginning at the end of 2017. The project was completed in the summer of 2019.

Although there was never a budget set that encompassed the entire cost of the project, the initial property purchase in 2014 was \$2,250,000. The development agreement with the private developer who built the project was initially approximately \$5.21 million. Including various consultant costs and change orders approved by the Board of Aldermen, the final project cost totaled approximately \$8.72 million.

Mason Road Pedestrian Trail Project

This original project scope for the Mason Road Pedestrian Trail included a 4,700-linear foot multi-use trail from Clayton Road to the Mason Heights subdivision, including a crosswalk into Edgar M. Queeny County Park, just under a mile in length. The Mason Road right-of-way is within Saint Louis County jurisdiction. Planning and design work and grant development to help fund construction began in 2015. In 2018, a construction contract was awarded for approximately \$360,000, with up to a 20% contingency budget and anticipated grant reimbursement from the County-wide municipal park grant of \$220,000.

Due to project challenges with easement acquisition, the scope was reduced. Rather than extending to the Mason Heights area, the revised project ended at the Buckland Hall Subdivision, with no connection to Queeny Park. Immediately after construction began in the fall of 2018, the County notified the City that work on the project had proceeded without a necessary County-issued permit.

Town and Country staff worked with the County on a final design and the permit for a small portion of the path was eventually issued. However, in January 2020, the Board of Aldermen voted not to proceed with the project due to liability concerns about a guardrail that the County considered non-standard and required that the City indemnify the County prior to constructing the improvement.



Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project

The original project scope included installation of crosswalks and enhanced pedestrian access at the Ballas/Clayton Intersection. It also included lane width improvements, turning radii, upgraded and relocated signal equipment, relocation and reconstruction of a retaining wall, drainage improvements, utility relocations associated with the new intersection improvements, and property acquisition necessary to make the improvements.

The project, which was estimated to cost approximately \$1.2 million, was initiated in 2013 with agreements with the County and applications for federal highway grant funding of 80%, not to exceed approximately \$960,000.

After working through necessary property acquisition between 2017 and early 2021, the City determined that property costs were too high to responsibly proceed and cancelled the project. Project cancellation required reimbursement of grant funding of approximately \$261,000 back to the Federal Highway Administration.

Project Approach

Management Partners began the project with a kickoff meeting with Town and Country staff and the Mayor to review the work plan and confirm dates for project activities and deliverables. After that initial meeting, Management Partners conducted interviews with staff and elected officials and community stakeholders. We also reviewed project documents from the City and best practices research related to CIP management. Each information gathering task is described in more detail below.

Interviews

Management Partners conducted six interviews to gain an understanding of the project, policies and procedures, and opportunities for improvement. City staff, elected officials, and community stakeholders interviewed by Management Partners are listed below.

- Charles Rehm, Mayor
- Robert Shelton, City Administrator
- Tim Randick, Public Works Project Manager
- Tiffany Frautschi, former Alderman
- Gary Hoelzer, former City Administrator
- Skip Mange, former Mayor and Alderman

Document Review

Numerous city documents related to the three capital projects were reviewed, including project documents and policies and procedures.

- City documents included project descriptions and scoping documents, budget and funding sources, bid and contract documents, professional agreements, purchase and sale agreements, development agreements, change orders, engineering plans, staff



reports to the Board of Aldermen, status update reports, CIP documents, organization charts, and funding and expenditure summaries.

- Documents about City codes and procedures included purchasing procedures, CIP bidding procedures, policies related to consultant selection and construction bidding.

A detailed list of documents used in the analysis is included as Attachment A. Based on our review of numerous documents and memoranda to the Board of Aldermen, we prepared a project chronology detailing key events pertaining to each of the three projects. The chronology is included as Attachment B.

CIP Project Scoping, Scheduling and Budgeting

The City of Town and Country has a very active community. As such, City leaders take great efforts to engage the community through special project task forces and committees. Sometimes task force or committee members may drive the scope of a project in a certain direction without understanding underlying physical and jurisdictional challenges and constraints.

For the three projects studied by Management Partners, a common concern leading to many criticisms centered around unnecessary and wasteful costs and delays to the initial project scopes for capital improvement projects. For the Mason Road Pedestrian Trail and the Clayton and Ballas Intersection Roadway and Pedestrian Improvement project the lack of information prior to setting a scope was a key factor in the poor project outcomes. In the case of the Town Square project, the lack of a defined and approved scope led to increased expenditures and total budget resulting from numerous change orders.

The recommendations are based, in part, on our analysis of the sequence of events contained in the project chronology, along with interviews we conducted and our knowledge of industry best practices.

Town Square Project

Beginning with the City's property purchase in 2014, a great amount of outreach and community engagement occurred during the next two years, including the creation of a Town Square Task Force. The Task Force was comprised of 10 residents, along with a Neighborhood Representative Subcommittee composed of 11 representatives from adjoining properties.

After obtaining two proposals from private development companies with different visions for the property, a choice was made by the Board of Aldermen. Complex development agreements supporting a public-private-partnership project delivery method were created and approved.

Construction of the Town Square began at the end of 2017 and was completed in the summer of 2019. During the construction period there were 12 change orders approved by the Board of Aldermen totaling \$1,337,571, of which \$319,309 was driven by changes in the site plan and unforeseen conditions. Change orders totaling \$1,018,982, nearly 20% of the base contract, were enhancements added during construction at the request of the City.



Mason Road Pedestrian Trail Project

The first two years of this project chronology show the various planning and design grants that were applied for, along with joint studies with the City of Creve Coeur and St. Louis County. The project moved rather quickly into construction in 2018, followed immediately by a long delay due associated with a St. Louis County encroachment permit. After permit reviews with the County, some delay was sustained for required redesign that necessitated easement acquisition.

Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project

The chronology shows that the first two years of the project (beginning in 2013) mostly involved working with the County on scoping and obtaining an 80% Federal Highway Administration grant. The following two years, 2015 to 2017, were spent on design for the project. For the next three plus years, the City was involved in a complex real estate acquisition activities that would have resulted in additional expense to the project budget. These costs were not anticipated in the original project budget and, as a result, caused the City and County to cancel the project and return federal grant funds that had been received.

Analysis and Recommendations

Budgeting for and conducting feasibility studies and preliminary engineering prior to approving a final project budget and engaging task force or committee members would allow for better public participation, within the boundaries of a feasible project scope and defined budget.

As a best practice, other municipalities have established and budgeted a Preliminary Engineering Fund. Preliminary engineering funds should be used to study factors that could greatly impact scope, budget, and schedule, such as soil conditions, property acquisition, utilities or address jurisdictional and permitting complications with other agencies, before a final scope, budget and schedule are developed. The fund is used to support staff time or consultant fees and charges for potential projects prior to approving a project budget. Some projects ultimately do not move forward, but for the ones that do, once a project budget is approved, a transfer should be made to a Preliminary Engineering Fund so actual project costs are accounted for.

In some cases, such as the Mason Road Pedestrian Trail Project and the Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project, grants were applied for and received prior to the City's full understanding of some of the right-of-way acquisition needs that would be required.

Recommendation 1. Establish a Preliminary Engineering Fund for potentially large and complex projects.

Recommendation 2. Establish procedures for scoping and preliminary engineering for projects that are expected to qualify for county municipal park



grants or state or federal transportation grants to ensure realistic project estimates.

Projects that require land, easement or right-of-way acquisition have led to project delays, increased costs, rescoping, or discontinuations. During the preliminary engineering phase of the project as recommended above, it is critical to bring the design far enough to determine if any acquisition of property will be necessary, from temporary construction easements to land or right-of-way donations or purchases.

If any temporary or permanent land rights need to be acquired it is critical to understand the feasibility of obtaining those rights through donation, purchase, or eminent domain. Following legal advice regarding methods of avoiding claims of inverse condemnation, and when allowed under federal grant guidelines, the impacted property owners should be engaged to determine if donation or acquisition with compensation will be feasible. Finally, it will be important to share this information with the Board of Aldermen in an open or closed session prior to making the decision to approve the project budget and further appropriations.

Recommendation 3. Advance the preliminary engineering phase of the project to determine if property acquisition (i.e., temporary construction easements, land or right-of-way donations, or purchases) will be necessary.

Unanticipated right-of-way challenges for the Clayton and Ballas Intersection Roadway and Pedestrian Improvement project and the Mason Road Pedestrian Trail became severe enough to cause the cancellation and complete rescoping of these two projects.

Recommendation 4. Engage impacted property owners to determine donation or acquisition with compensation will be feasible.

Staffing and Structure

The Public Works Department is comprised of four full-time equivalent positions, which include a director, a project manager, a public works maintenance worker, and an administrative assistant. The Public Works director position has been vacant since February 2019. The department's project manager has been reporting directly to the City Administrator for over two years. The recruitment for a department director of Public Works has been posted since February 8, 2021. This critical position should be filled as quickly as possible with a person with extensive experience in delivery CIP projects.

Recommendation 5. Fill the vacant director position for the Public Works Department.

Currently, only one position in the Department of Public Works is assigned to manage the design and construction of capital projects. A project manager has responsibility for managing all projects in the CIP. Managing the Town and Country CIP involves working with the City Administrator to prioritize efforts to deliver the projects approved in the Capital Budget. These activities include developing and advertising for consultant services to support the project



design, working with the designer and appointed project task forces, committees or working groups, and then finally taking the project forward to the Board of Aldermen for approval and direction to advertise for construction bids.

After determining the lowest responsive bidder, the project manager works with the contractor to ensure all necessary bonds and insurance are in place. The project manager then manages the construction contract and inspects the construction (unless a project management firm has been acquired for the project). When construction is complete, the project manager closes out the contract, releasing bonds at the appropriate time and documenting record drawings.

For a CIP that has been averaging over \$2.3 million annually, including grants, the workload does not appear to be sustainable for one position to manage. Annually, CIP has typically included work on six to eight projects in various phases, in addition to managing roadway maintenance contracts and municipal procurements for fleet vehicles.

Even after filling of the department director position and possibly adding an additional project manager for large and complex projects, it is a best practice to retain a project management firm to assist with implementation. A project management firm would assist by ensuring that large and complex projects get the appropriate attention and experience to guide them to completion.

Along with being the liaison to the Public Works Commission, the project manager will prepare agendas, notices, and minutes for the Public Works Commission. The Public Works Commission makes recommendations about construction acceptance or infrastructure improvements and infrastructure needs to the Board of Aldermen. This includes matters such as streets, roads, sound walls, sidewalks, storm sewers, drains, streetlights, plantings in the public right-of-way, and other public improvements. They also make recommendations about the application of building codes, plan review, and inspection policies of the City.

Since the one administrative assistant in the department mostly supports the needs of the planning process, the project manager prepares all agendas, notices, and minutes for the Public Works Commission meetings. The project manager completes plan reviews for private development since the director left. The department director position has been vacant since February 2019, and the former incumbent was very involved in project management of the Capital Improvement Program.

For the City to proactively prepare and scope projects for budgeting, grant applications, and scheduling, additional capacity is needed for more master planning, feasibility studies, preliminary engineering, and cost estimating prior to the specific projects being budgeted. Successful delivery of a CIP requires project managers to be able to focus their time on the following: managing the process to ensure procedures are followed, thoughtfully drafting consultant scopes of services to best serve the City and meet the specific needs of each project, informing the community and Board of Aldermen regularly about project status, and closely monitoring construction activity so necessary changes can be addressed quickly in coordination



with the project designer and the contractor. With the continued vacancy in the department director position and the lack of adequate project management and dedicated administrative support, there is great potential for continued CIP delays and errors which will likely lead to further community frustration and distrust.

Recommendation 6. Add an additional project manager in the Public Works Department.

Recommendation 7. Hire a project management firm for large, high visibility projects and highly complex projects to help keep the projects on time and on budget.

Recommendation 8. Hire an administrative assistant to focus on CIP support functions.

Relationship with Saint Louis County Department of Transportation and Public Works

Another common problematic element for the Clayton and Ballas Intersection Roadway and Pedestrian Improvement and the Mason Road Pedestrian Trail projects was the extensive coordination required with St. Louis County. For Clayton and Ballas, the County was not willing to reduce standard lane widths on Clayton Road, so right-of-way and land acquisition were required, which ultimately resulted in cancellation of the project. For the Mason Road project, a permit was not obtained prior to commencing construction. Town and Country staff indicated that the County made it difficult to obtain a permit for the project. Information from Management Partners' interviews indicated that each time the City needed to work with the County on agreements or permitting, the County representative was different, which contributed to making the permitting process difficult and time consuming.

Ensuring that permit submittals have complete applications and plans that meet the County's format will remove unnecessary iterations and cycle time delays. Requesting meetings to review plans and answer questions at every submittal rather than just dropping off plan sets will lead to better relationships and improved response times. This level of coordination would be best suited to a designated County liaison or project manager to serve as point of contact with Town and Country staff.

Because of the County's extensive road network within Town and Country, there will continue to be projects that will require cooperative agreements between the agencies. If the City is pursuing a project without County involvement, it is likely that County permits may be required occasionally. Large and complex joint city-county projects (which are also often driven by grant funding opportunities and have mandatory deadlines) would benefit from designating roles, responsibilities, and lines of communication prior to having city and county project managers proceed. Large projects requiring County permits would also benefit from a similar practice.



Recommendation 9. Request the assignment of a county project manager for large and complex joint projects involving St. Louis County.

Recommendation 10. Establish a joint project team for projects that require city and county involvement or a County permit.

Project Reporting and Transparency

City staff members make good efforts to ensure all project costs are included in staff reports and public documents and disclosed. For the Town Square project, although ideally the project scope would have been set prior to construction, Town and Country staff did a commendable job bringing every proposed change in scope and budget to the Board of Aldermen. Although there were some project costs that did not seem to be accounted for correctly or clearly in reports to the Board, staff routinely provided updates on the project, including associated costs.

Because of the size and the importance and interest of the project to the entire City, the cost accounting was more public and transparent than smaller or more routine projects. To continue to have the trust of the community in the future, transparent cost accounting that captures all project costs is critical.

Recommendation 11. Provide routine updates to the Board of Aldermen about the status of capital improvement projects, including the running project total rather than simply the project budget.

Recommendation 12. Create project links on the City's website that will provide the public with information about project updates and timelines as well as status and budget appropriation information.

As mentioned previously, the Town Square Project had many sizable change orders to the original contract. Those change orders were all brought to the Board of Aldermen for approval with a description of the proposed change, a cost for the change, and a running total of the base contracts plus the change orders. Most of the change orders were approved unanimously. Some of the critics of the project have commented that it appeared the Board would be anxious to approve change orders at whatever price that the contractor called for.

Procedures and forms are needed that document all details of contract change orders. Establishing a process to document the scope and rationale for change orders, as well as staff analysis and expenditure tracking by fund would help create consistency and transparency in the decision-making process. More important, a process for tracking change orders clearly indicates increases to project costs resulting from scope changes to capital projects. Forms should be developed to document a contract change order request and proposal, a change order technical justification, a change order negotiation summary, and a project change order log to detail the cost and extent of project modifications over time.

Recommendation 13. Develop procedures and forms to document change order requests, analysis, and costs.



Capital Improvement Planning and Programming

Scopes for large capital projects are typically driven by task forces and work groups made up of elected officials and non-elected members of the community. The committees set the vision for the project. Although these task forces, committees and work groups are active and engaged, they are formed and begin to set the vision for a scope prior to understanding the project feasibility, constraints, and challenges. Scopes for grant projects are typically crafted to optimize the project's likelihood of receiving grant funding.

When a task force or work group will be choosing between project alternatives and making recommendations that will drive the project scope, it is critical that sufficient preliminary engineering has been completed such that information on property acquisitions, utility conflicts, and jurisdictional challenges and constraints can be included in the group's evaluation. Having an on-call cost estimating firm to help establish more accurate initial project budgets and to estimate alternatives will improve the vetting process of task force and work group members. It will also lead to more successful projects that meet the community's expectations.

For the Town Square Project, the Board of Aldermen appointed a Town Square Task Force comprised of area residents along with a Neighborhood Representative Subcommittee of representatives from adjoining properties. For the Clayton and Ballas Intersection Project, a Working Group was established to help guide the implementation of a planned improvement project for the intersection. For the Mason Road Pedestrian Project, neighborhood outreach and engagement occurred, although this may not have been timely in the sense that early communication about right-of-way acquisition needs were not addressed. It does not appear that a formal committee or work group was established.

Recommendation 14. Budget funds to study the feasibility for large and potentially complex projects prior to or concurrent with the work of an appointed task force or committee.

Recommendation 15. Annually budget funds to support an on-call cost estimating firm so when complex projects are proposed, estimates can be prepared by the firm.

Deviations from Project Scope

Project scopes are often not firm, and they expand as the design progresses. Sometimes this is justified due to unforeseen conditions or the Board of Aldermen deciding to add amenities during design. However, the impacts to project budgets and schedules are not always well documented in staff reports prepared as part of the Board of Aldermen decision-making process.

Although it was clear that the Board and the residents wanted to have a high-quality amenity for the Town Square Project that would meet many community needs into the future, the practice of adding change orders during construction resulted in more than 20% of the base



construction contract. The project additions likely came at a high premium. This would likely have not been the case if the enhancements had been part of the initial base contract.

The scope for the Mason Road project was adjusted significantly during the design phase. This was mostly due to the lack of early coordination with the County and the lack of early communication with impacted property owners where right-of-way acquisition was found to be necessary.

Similarly, for the Clayton and Ballas Intersection Project, the initial scope did not identify the significant obstacle that right-of-way and land acquisition would become. Ultimately the scope could not be adjusted to deliver a project that would meet the needs of the City at an acceptable cost.

The project scope, along with the budget and schedule should be seen as a three-legged stool. Any change to one will have impacts on the others. Anytime the Board of Aldermen desires a change in the project scope, the resulting impacts to the project budget and schedule should be clearly addressed and described in staff reports.

Recommendation 16. Document capital project scope and details with the initial budget appropriation as included in the City's capital budget document and associated staff reports.

Recommendation 17. Clearly document design amendments to the project scope and include corresponding impacts to the CIP budget and schedule in staff reports.

Conclusion

Management Partners appreciates the opportunity to assist Town and Country with an audit of these three capital projects. When implemented, the recommendations resulting from our analysis will result in improvements to the following areas: project feasibility and preliminary engineering, Public Works staffing, coordination with the County and other entities, project reporting, planning and programming and scope changes. Implementation of the recommendations will ensure that future capital projects have better internal management and clearer communication to the public about project budget, status, and timelines for completion.



Attachment A – List of Documents Reviewed

Town Square Project

Ordinances to the Board of Aldermen

- 4087
- 4111
- 4113
- 4131(Development Agreement)
- 4132
- 4135
- 4136
- 4160
- 4162
- 4166
- 4170
- 4171
- 4175
- 4179
- 4186
- 4191
- 4192
- 4200
- 4207
- 4215
- 4222
- 4223
- 4241
- 4262
- 4357
- 5727

Resolutions to the Board of Aldermen

- R18-2014
- R21-2014
- R19-2015
- R22-2016
- R09-2018
- R11-2018

Other projects documents reviewed:

- Town and Country Running Cost Summary for the Town Square project
- Town Square Legislative List
- Municipal Code Chapter 140. Purchasing Regulations and Chapter 145. Finance
- Purchasing Procedures
- TSi Proposal
- Stock Proposal
- Midwest Testing Proposal
- MHA Purchase Order
- Site Improvement Permit dated November 14, 2017
- Brinkmann Contractors Part 1 Technical Proposal and Presentation
- Brinkmann Constructors Change Directive Breakdowns for Change Orders 1-12



Mason Road Pedestrian Trail Project

Ordinances to the Board of Aldermen

- 3882
- 3901
- 3996
- 4074
- 4208
- 4209
- 4282
- 4289
- 4301
- 19-58
- 20-02
- 4366

Resolutions to the Board of Aldermen

- R20-2014
- R20-2015
- R20-2016

Minutes from January 27, 2020, Board of Aldermen meeting

Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project

Ordinances to the Board of Aldermen

- 3758
- 3840
- 3939
- 4114
- 4414

Resolution to the Board of Aldermen

- R03-2014

Other projects documents reviewed:

- Mueller and Neff professional services proposal
- Easements documents
- Department of Conservation and US Fish and Wildlife memoranda
- Right of Way Clearance documents



Attachment B
City of Town and Country
Public Works Implementation Audit
Project Chronologies

Introduction

As part of the Public Works Implementation Audit for the Town Square Project, Mason Road Pedestrian Trail Project, and the Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project, Management Partners analyzed the project documents provided by staff in Town and Country to understand the sequence of events for each project from start to finish. The data were obtained from memoranda to the Mayor and Board of Aldermen (staff reports) and a summary of costs provided to Management Partners by the City Clerk in response to a document request.

The chronology details Board of Aldermen touchpoints for the three capital improvement projects from 2013 to 2021. In addition to each action by the Board of Aldermen, we traced the cumulative project costs over time. A chronology was prepared for each capital project and is provided in Tables 1, 2 and 3 below. The first four column headings in each of the tables are the same: an item number assigned by Management Partners, a brief description of the activity and reference to the ordinance or resolution number established by the City, the Board of Aldermen action and the date of the action.

The differentiating factor between the three tables is how the project cost headings are displayed. The Town Square project chronology includes a column that shows the amount authorized by the Board of Aldermen action. During our analysis, Management Partners identified several instances of inaccurate running total amounts for the Town Square CIP account in staff reports. The column labeled Management Partners' running total lists Town and Country project expenses from staff reports and our own running total.

Due to the multiple funding sources for the two pedestrian trail and improvement projects, cost information is presented differently. We include a column for the total amount authorized and list the City's contribution and expected contribution from grants or other funding sources.



Town Square Project Chronology

Below is a chronology for the Town Square project based on our analysis of the documented project activities that occurred between 2014 and 2020. Management Partners observed that the City’s documented CIP account appropriation increases for the Town Square Project contained in Town and Country staff reports do not accurately reflect all the project-related actions authorized by the Board of Aldermen. As mentioned previously, Management Partners tracked our own running total in the last column by adding the funding amounts from all project-related actions to come up with a sum of \$8.7 million total for the Town Square Project. It should be noted that Table 1 only reflects amounts authorized by the Board of Aldermen, not actual expenditures. Footnotes related to the project are shown in the project activity column, footnotes associated with the dollar amount appropriated are shown in the amount authorized column, and footnotes associated with the City’s CIP account appropriation running total are shown in that column.

Table 1. Town Square Project Chronology

| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City’s CIP Account Appropriation Running Total | Management Partners’ Running Total |
|------|--|--|----------------|--------------------------|--|------------------------------------|
| 1. | Pre-Project: Environmental Study (Ordinance 3857) | <ul style="list-style-type: none"> Approved Professional Services Agreement related to the purchase of property (for environmental study, survey, and property appraisal) | 10/27/14 | \$10,000 ¹ | - | \$10,000 |
| 2. | Pre-Project: Property Purchase (Resolution R18-2014) | <ul style="list-style-type: none"> Authorized City Administration to purchase the 8.811-acre Wirth Property | 11/24/14 | \$2,250,000 ¹ | - | \$2,260,000 |
| 3. | Pre-Project: Task Force (Resolution R21-2014) | <ul style="list-style-type: none"> Established Town Square Task Force | 12/08/14 | No fiscal impact | - | \$2,260,000 |
| 4. | Pre-Project: Design Proposals (Resolution R19-2015) | <ul style="list-style-type: none"> Authorized stipend for design proposals from four professional consulting firms to be compensated at \$2,500 each | 08/24/15 | \$10,000 ¹ | - | \$2,270,000 |
| 5. | Pre-Project: Civil Engineering (Ordinance 3966) | <ul style="list-style-type: none"> Approved Professional Services Agreement with Stock and Associates for civil engineering services | 01/25/16 | \$13,000 ¹ | - | \$2,283,000 |
| 6. | Pre-Project: Parking Study (Ordinance 3967) | <ul style="list-style-type: none"> Approved Professional Services Agreement with Lochmueller Group for parking study | 01/25/16 | \$10,200 ¹ | - | \$2,293,200 |
| 7. | Pre-Project: Developer Selection (Ordinance 4006) | <ul style="list-style-type: none"> Approved Professional Services Agreement with Landmark Contract | 07/25/16 | \$15,000 ¹ | - | \$2,308,200 |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City's CIP Account Appropriation Running Total | Management Partners' Running Total |
|------|---|---|----------------|--------------------------|--|------------------------------------|
| | | Management for RFQ/RFP to select a developer | | | | |
| 8. | Negotiate Development Agreement (Resolution R22-2016) | <ul style="list-style-type: none"> Authorized City Administration to negotiate development agreement with Brinkmann Holdings, LLC | 11/14/16 | No fiscal impact | - | \$2,308,200 |
| 9. | Site Plan Preparation (Ordinance 4087) | <ul style="list-style-type: none"> Approved purchase order for hourly services to retain Michael Convy as a consultant to represent the City as Owner's Representative for Town Square site plan development; and Approved agreement Stock & Associates for Site Plan Preparation Services (first expenditure allocated to the Town Square CIP Municipal Buildings account) | 05/08/17 | \$130,000 ² | \$130,000 | \$2,438,200 |
| 10. | Preliminary Site Development plan (Ordinance 4111) | <ul style="list-style-type: none"> Approved Town Square Planned Development and Preliminary Site Development Plan Rezoned Town Square from Commercial (C) and Suburban Estates (SE) to a Planned Development (PD) for retail and public uses | 08/14/17 | No fiscal impact | - | \$2,438,200 |
| 11. | Plans and Specifications (Ordinance 4113) | <ul style="list-style-type: none"> Increased contract amounts with Michael Convy and Stock & Associates for Town Square site improvement plans and specifications | 08/28/17 | \$200,000 | \$330,000 | \$2,638,200 |
| 12. | Purchase and Sale Agreement (Ordinance 4131) | <ul style="list-style-type: none"> Approved sale of city property with Brinkmann Holdings, LLC | 11/13/17 | (\$810,000) ³ | - | \$1,828,200 |
| 13. | Reciprocal Easement Agreement (Ordinance 4131) | <ul style="list-style-type: none"> Approved Reciprocal Easement Agreement | 11/13/17 | No fiscal impact | - | \$1,828,200 |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City's CIP Account Appropriation Running Total | Management Partners' Running Total |
|------|--|---|----------------|--------------------------|--|------------------------------------|
| 14. | Development Agreement (Ordinance 4131) | <ul style="list-style-type: none"> Approved Development Agreement with Brinkmann Holdings, LLC for the construction of public improvements | 11/13/17 | \$5,210,401 ⁴ | - | \$7,038,601 |
| 15. | Boundary Adjustment (Ordinance 4132) | <ul style="list-style-type: none"> Approved Town Square Boundary Adjustment Plat | 11/13/17 | No fiscal impact | - | \$7,038,601 |
| 16. | Construction Observation and Materials Testing (Ordinance 4134) | <ul style="list-style-type: none"> Approved Professional Services Agreement with TSi Geotechnical for construction observation and materials testing | 11/27/17 | \$65,328 | \$395,328 | \$7,103,929 |
| 17. | Site Improvement/Landscaping Inspection (Ordinance 4135) | <ul style="list-style-type: none"> Amended agreement with Stock & Associates for subcontract with Loomis and Associates for landscaping inspection services | 11/27/17 | \$24,100 | \$419,428 | \$7,128,029 |
| 18. | Water Facility Relocation (Ordinance 4136) | <ul style="list-style-type: none"> Approved Contract with MO-American Water Company for water facility relocation | 11/27/17 | \$156,386 | \$575,814 | \$7,284,415 |
| 19. | Change Order 1 (Ordinance 4160) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for installation of restrooms attached to the planned service facility | 12/11/17 | \$196,294 | \$772,108 | \$7,480,709 |
| 20. | Design Services for Maintenance Building (Ordinance 4162) | <ul style="list-style-type: none"> Approved Professional Services Proposal with M+H Architects for maintenance building design | 01/22/18 | \$25,000 | \$5,784,208 ^{3,4} | \$7,505,709 |
| 21. | Architectural and Permitting Design Services for Pavilion (Ordinance 4166) | <ul style="list-style-type: none"> Approved Professional Services Proposal with M+H Architects for pavilion design | 02/12/18 | \$27,000 | \$5,811,208 | \$7,532,709 |
| 22. | Amended Preliminary Site Development Plan (Ordinance 4170) | <ul style="list-style-type: none"> Approved amended Preliminary Site Development Plan, including landscape buffering plan modifications, alternate surface for the Town Square Plaza, and trail connection accessibility | 02/12/18 | No fiscal impact | - | \$7,532,709 |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City's CIP Account Appropriation Running Total | Management Partners' Running Total |
|------|--|---|----------------|-------------------|--|------------------------------------|
| 23. | Change Order 2 (Ordinance 4171) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for modification to landscaping plans, plaza, and trail connection | 02/12/18 | \$199,937 | \$6,011,145 | \$7,732,646 |
| 24. | Site Plan Revisions (Ordinance 4175) | <ul style="list-style-type: none"> Approved Purchase Order for Preliminary Site Plan Revisions with Stock and Associates | 02/12/18 | \$33,200 | \$6,044,345 | \$7,765,846 |
| 25. | Change Order 3 (Ordinance 4179) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for asbestos abatement, Metropolitan St. Louis Sewer District (MSD) drawing revisions, slope stability/seepage | 03/12/18 | \$103,109 | \$6,147,454 | \$7,868,955 |
| 26. | Change Order 4 (Ordinance 4186) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for remediation of soft and saturated soil | 03/26/18 | \$36,904 | \$5,996,858 ⁶ | \$7,905,859 |
| 27. | Change Order 5 (Ordinance 4191) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for supply and installation of six security cameras to record activity on the most commonly accessed areas of the site | 04/09/18 | \$50,290 | \$6,047,148 | \$7,956,149 |
| 28. | Change Order 6 (Ordinance 4192) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for rerouting private residence electrical service at 13201 Clayton | 04/09/18 | \$12,119 | \$6,059,267 | \$7,968,268 |
| 29. | Change Order 7 (Ordinance 4200) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for increased height of flagpole Offset by donation for net zero cost to the City | 06/11/18 | \$851 (\$851) | \$6,060,118 | \$7,968,268 |
| 30. | Naming Wirth Grove (Resolution R09-2018) | <ul style="list-style-type: none"> Approved the name "Wirth Grove" for grove of trees on southeast section of Town Square | 06/25/18 | No fiscal impact | - | \$7,968,268 |
| 31. | Dedication Plaque (Resolution R11-2018) | <ul style="list-style-type: none"> Approved wording for dedication plaque | 06/25/18 | No fiscal impact | - | \$7,968,268 |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City's CIP Account Appropriation Running Total | Management Partners' Running Total |
|------|---|--|----------------|-------------------|--|------------------------------------|
| 32. | Unified Sign Plan (Ordinance 4207) | <ul style="list-style-type: none"> Approved shopping center unified sign plan | 07/23/18 | No fiscal impact | - | \$7,968,268 |
| 33. | Change Order 8 (Ordinance 4215) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for architectural features and time extension for Service Facility/Restrooms and the Pavilion | 08/13/18 | \$431,105 | \$6,491,223 | \$8,399,373 |
| 34. | Change Order 9 (Ordinance 4222) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for electrical conduit, babbling brook feature, and shifted geometry of plaza | 09/10/18 | \$166,286 | \$6,657,509 | \$8,565,659 |
| 35. | Change Order 10 (Ordinance 4223) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for upgraded materials for deck and concrete around pavilion | 09/10/18 | \$43,745 | \$6,701,254 | \$8,609,404 |
| 36. | Change Order 11 (Ordinance 4241) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for the removal of debris, revised drainage grading, and removal of fifteen dead trees | 10/22/18 | \$71,000 | \$6,772,254 | \$8,680,404 |
| 37. | Change Order 12 (Ordinance 4262) ⁵ | <ul style="list-style-type: none"> Added funds to contract with Brinkmann Holdings, LLC for groundwater remediation | 12/10/18 | \$25,931 | \$6,797,645 | \$8,706,335 |
| 38. | Other Equipment (Ordinance 4357) | <ul style="list-style-type: none"> Approved purchase of benches and trash cans for Town Square | 02/24/20 | \$14,998 | - | \$8,721,333 |

¹ Pre-project activities prior to May 2017 do not have funding sources identified. These amounts are not included in the running total for authorized Town Square CIP appropriations.

² Site plan preparation is the first authorized appropriation amount included in the running total for the Town Square Municipal Buildings CIP account.

³ It is unclear if the City's running total tracks the incoming revenue from the Purchase and Sale Agreement because, while it is not reflected at the time of approval, an increase of \$5,012,100 to the City's CIP running total occurs in January 2018 without explanation. The amount added may be the delta between the development agreement and the sale revenue.

⁴ The amount of the development agreement was added to the City's CIP appropriation running total, but not at the time of approval. The amount does not appear in the City's running total until January 2018.

⁵ Change orders made to the development agreement with Brinkmann Holdings, LLC, as shown in item 14.

⁶ The staff report for Change Order 4, instead of showing an increase to the running total CIP appropriation, included a budget adjustment authorized by the Board of Aldermen on March 26, 2018, totaling \$187,500, which reduced the Capital Improvement Fund expenditure account for the Town Square project (Ordinance 4183).



Mason Road Pedestrian Trail Project Chronology

Below is a chronology for the Mason Road Pedestrian Trail project based on our analysis of the documented project activities that occurred between 2014 and 2020. Table 2 displays each project activity brought forward to the Board of Aldermen for consideration, a description of the requested action, date of action, amount authorized, City contribution, any grants or funding from other agencies and a running total. The data were obtained from memoranda to the Mayor and the Board of Aldermen, and a summary of costs provided to Management Partners by the City Clerk in response to a document request. Footnotes related to the grant or other agency funding are shown in the grant or other agency funding column.

During our analysis, we noted many of the work orders for changes in scope to the Mason Road Pedestrian Trail Project resulted from County compliance requirements that were not originally included in the project scope. Ultimately, the project was canceled due to indemnification issues.

Table 2. Mason Road Pedestrian Trail Project Chronology

| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|--|---|----------------|-------------------|-------------------|-------------------------------|---------------|
| 1. | Planning Grant Application (Resolution R20-2014) | <ul style="list-style-type: none"> Adopted a resolution authorizing an application for planning grant funds to the Municipal Parks Grant Commission for a Mason Road Trail Planning Study | 12/08/14 | No fiscal impact | | | |
| 2. | Programming Study Contract (Ordinance 3882) | <ul style="list-style-type: none"> Authorized agreement with AMEC Foster not to exceed \$25,000 for a study to identify the scope of the first phase of improvements to the corridor City funded: \$18,600 Grant funded: \$6,400 awarded from item 1 | 02/09/15 | \$25,000 | \$18,600 | \$6,400 | \$25,000 |
| 3. | Design (Ordinance 3901) | <ul style="list-style-type: none"> Authorized agreement with AMEC Foster Wheeler for engineering services for the design portion of the project | 05/26/15 | \$33,770 | \$33,770 | - | \$58,770 |
| 4. | Construction Grant Application (Resolution R24-2015) | <ul style="list-style-type: none"> Adopted a resolution authorizing the Parks and Recreation Director to apply for a Municipal Park Grant for the construction of the Mason Road Linear Park, Phase I from Clayton Road to Queeny Park Phase I project: | 09/14/15 | No fiscal impact | | | |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|---|--|----------------|-------------------|-------------------|-------------------------------|---------------|
| | | <ul style="list-style-type: none"> ○ Cost estimate \$249,908 ○ 5% City funded: \$12,495 ○ Grant funded: \$237,413 | | | | | |
| 5. | Partnership Study (Ordinance 3996) | <ul style="list-style-type: none"> ▪ Authorized agreement with AMEC Foster Wheeler for a Pedestrian Facility Partnership Study along Mason Road ▪ Partner agencies: City of Town and Country, City of Creve Coeur, St. Louis County Department of Transportation ▪ Define project scope and phasing, grant administration responsibility and cost sharing, and project implementation timelines <ul style="list-style-type: none"> ○ Cost: \$27,300 ○ City funded: \$17,300 ○ City of Creve Coeur funded: \$10,000 | 05/23/16 | \$27,300 | \$17,300 | \$10,000 | \$86,670 |
| 6. | Grant Application (Resolution R10-2016) | <ul style="list-style-type: none"> ▪ Adopted a resolution to authorize the Director of Parks and Recreation to apply for a Municipal Park Grant for construction of the Mason Road Linear Park, Phase I ▪ The Municipal Park Grant Commission granted \$222,408 toward the project as a result of the application submitted in item 4.¹ ▪ A 6% public partnership match earns an extra point toward application scoring, so the St. Louis County Parks committed up to \$15,000 of the project. <ul style="list-style-type: none"> ○ Subsequent amendments to grant agreement with the Municipal Park Grant Commission: Amendment #1 (May 16, 2017): approve alternative linear trail extension in lieu of original proposal | 08/08/16 | No fiscal impact | | | |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|--|--|----------------|-------------------|-------------------|-------------------------------|---------------|
| | | <ul style="list-style-type: none"> ○ Amendment #2 (December 21, 2017): effective date extension through June 30, 2018 ○ Amendment #3 (August 27, 2018): effective date extension through December 31, 2018 ○ Amendment #4 (February 11, 2019): effective date extension through September 30, 2019 | | | | | |
| 7. | Master Services Agreement (Ordinance 4074) | <ul style="list-style-type: none"> ▪ Approved Master Services Agreement with AMEC Foster Wheeler for on-call professional services related to the Mason Road Linear Park Project and Programming Study. ▪ Continued effort required to complete development of the planning study and construction plans for the linear park as well as the partnership study for the proposed pedestrian facilities | 03/13/17 | No fiscal impact | | | |
| 8. | Construction bid (Ordinance 4208) | <ul style="list-style-type: none"> ▪ Approved an ordinance accepting the bid and authorizing an agreement with T. Hill Construction for the Mason Road Multi-Use Path Project in the amount of \$358,738.41, plus up to 20% contingency ▪ Anticipated grant revenue: \$225,000 | 08/13/18 | \$358,738.41 | \$136,330.41 | \$222,408 ¹ | \$444,808.41 |
| 9. | Best Management Practices (BMP) Maintenance Agreement (Ordinance 4209) | <ul style="list-style-type: none"> ▪ Approved a Maintenance Agreement between the City of Town and Country and the Metropolitan St. Louis Sewer District related to the Mason Road Multi-Use Path Project to provide for the maintenance of storm water quality features such as amended soils locations to be maintained by the City of Town and Country | 08/13/18 | No fiscal impact | | | |
| 10. | Final Design Services | <ul style="list-style-type: none"> ▪ Approved Work Order with Wood, Inc. (formerly AMEC Foster Wheeler) for | 03/25/19 | \$21,890 | \$21,890 | | \$466,698.41 |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|---|---|----------------|-------------------|-------------------|-------------------------------|---------------|
| | (Ordinance 4282) | additional work required by St. Louis County Department of Transportation for trail design and traffic signals at Clayton Road and Mason Road | | | | | |
| 11. | Revised alignment and easement plats (Ordinance 4289) | <ul style="list-style-type: none"> Authorized Work Order with Wood, Inc. to revise drawings and prepare easement exhibit plats due to three permanent and one temporary easement required from adjoining property owners | 05/28/19 | \$7,870 | \$7,870 | | \$474,568.41 |
| 12. | Additional design and plans for drainage (Ordinance 4301) | <ul style="list-style-type: none"> Authorized Work Order with Wood, Inc. for additional design and plans for drainage due to St. Louis County Department of Transportation requirements for additional ditch analysis and road cross sections for drainage associated with roadway capacity, spot elevations for curb ramp ADA compliance, and revised construction plans for same | 08/26/19 | \$16,350 | \$16,350 | | \$490,918.41 |
| 13. | Increased funding appropriation for contingency (Ordinance 19-58) | <ul style="list-style-type: none"> Considered an appropriation increase in the amount of \$71,748 to cover the cost of additional landscaping, and required scope of work to include requirements by St. Louis County for safety or constructability Action: Continued Indefinitely | 10/14/19 | | | | \$490,918.41 |
| 14. | Agreement with St. Louis County (Ordinance 20-02) | <ul style="list-style-type: none"> Considered agreement to provide responsibilities, obligations and liabilities for City and County regarding Mason Road Trail Project consists of a multi-use path, multi-use path signage, crosswalk pavement markings, guardrail, protective bollards, ADA compliant ramps and retaining walls If the City decides to terminate the agreement, City must remove project improvements and restore the entirety of | 01/27/20 | Project cancelled | | | |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|---|---|----------------|-------------------|-------------------|-------------------------------|---------------|
| | | the project including streetscape to County standards <ul style="list-style-type: none"> ▪ Action: Failed (due to indemnification issues) | | | | | |
| 15. | Engineering Design Services: Sidewalk & Permitting (Ordinance 4366) | <ul style="list-style-type: none"> ▪ Approved Work Order with HR Green for design and permitting with St. Louis County to replace the temporary asphalt sidewalk on Mason Road with concrete in compliance with County standards | 06/08/20 | \$8,722.50 | \$8,722.50 | | \$ 499,640.91 |

¹ Amount granted from Municipal Park Grant Commission.



Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project

Below is a chronology for the Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project based on our analysis of the documented project activities that occurred between 2013 and 2021. Table 3 displays each Board of Aldermen touchpoint for the capital project, a description of the requested action, date of action, amount authorized, City contribution, any grant or other agency funding and a running total. The data were obtained from memoranda to the Mayor and the Board of Aldermen, and a summary of costs provided to Management Partners by the City Clerk in response to a document request.

Table 3. Clayton and Ballas Intersection Roadway and Pedestrian Improvement Project Chronology

| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|--|---|----------------|-------------------|-------------------|-------------------------------|---------------|
| 1. | Agreement with St. Louis County (Ordinance 3758) | <ul style="list-style-type: none"> Approved an agreement with St. Louis County and change order with Gershenson Construction for improvements to the Clayton Road and Ballas Road Intersection and amend the 2013 budget by transferring appropriations to cover the increase | 08/26/13 | \$152,638.68 | \$152,638.68 | - | \$152,638.68 |
| 2. | Grant Application (Resolution R03-2014) | <ul style="list-style-type: none"> Authorized the application for a Transportation Improvements Program Grant for Clayton Road and Ballas Road Intersection Improvements Estimated total cost: \$1,199,963.71 East-West Gateway Council of Governments funded 80%: not to exceed \$959,970.97 City of Town and Country (along with St. Louis County) funded 20% match: \$239,992.74 Application deadline 03/13/2014, fee: \$4,799.85 | 02/10/14 | \$4,799.85 | \$4,799.85 | - | \$157,438.53 |
| 3. | Surface Transportation Program (STP)- | <ul style="list-style-type: none"> Designated each party's responsibility for disbursement of federal highway administration | 09/22/14 | No fiscal impact | - | - | - |



| Item | Project Activity | Board of Aldermen Action | Date of Action | Amount Authorized | City Contribution | Grant or Other Agency Funding | Running Total |
|------|---|---|----------------|-------------------|-------------------|-------------------------------|---------------|
| | Urban Program Agreement (Ordinance 3840) | (FHWA) grant funds administered by the Missouri Highway and Transportation Commission to support the Clayton and Ballas Road intersection project <ul style="list-style-type: none"> ▪ Estimated total cost: \$1,199,963.71 ▪ Allows for reimbursement up to \$959,970 (80% project cost) | | | | | |
| 4. | Engineering Services Agreement (Ordinance 3939) | <ul style="list-style-type: none"> ▪ Approved contract with Burns & McDonnell for design phase in the amount of \$180,687 ▪ Up to \$133,770.17 reimbursable by FHWA grant | 10/12/15 | \$180,687 | \$47,096.83 | \$133,770.17 | \$338,125.53 |
| 5. | Professional Services Contract (Ordinance 4114) | <ul style="list-style-type: none"> ▪ Approved contract with Mueller & Neff for property appraisal services | 09/25/17 | \$35,500 | \$35,500 | - | \$373,625.53 |
| 6. | Amendment to Agreement with St. Louis County (Ordinance 4414) | <ul style="list-style-type: none"> ▪ Approved an amendment to terminate the agreement with St. Louis County ▪ City unable to fiscally responsibly acquire property to complete the project ▪ County to pay City \$22,361 ▪ City to reimburse FHWA \$261,392.60 | 01/11/21 | \$261,392.60 | \$261,392.60 | \$22,361 | |

