

Wheless Search

The Catalyst for Extraordinary LeadershipSM

ATLANTA | DENVER | HOUSTON | DALLAS/FORT WORTH | BIRMINGHAM | NEW YORK/NEW JERSEY

ENGAGEMENT AGREEMENT

Wheless Search & Consulting (Tax ID: 77-0647019) agrees to recruit on an exclusive basis for the position of **President** on behalf of **Wichita State University**. The following details are made a part of the assignment:

Client Agrees:

1. To ask the Kansas Board of Regents to provide Wheless Search & Consulting an evaluation of each candidate presented and to keep Wheless Search & Consulting informed on negotiations with all candidates.
2. To remit to Wheless Search & Consulting a professional fee of \$80,000.00 for this position. Client agrees to pay Wheless Search & Consulting one-third of this fee upon the execution of this agreement, one-third of the fee within 30 days after the date of this agreement and the final one-third of the fee when candidate names are submitted to the search committee. Wheless Search & Consulting shall be entitled to retain such amounts whether or not the client employs a candidate for the position and regardless of the source of the candidate employed and/or promoted. Additional professional fees may apply if the client initiates an unexpected change in the job description/requirements or where changes/events within the client organization disrupt or prolong the assignment. The parties to this agreement must mutually agree in writing to any additional professional fees before the client is obligated to remit these fees to Wheless Search & Consulting.
3. To remit to Wheless Search & Consulting a fee equal to one-third of the annual compensation to include bonuses, stock awards, incentives, guarantees, allowances, etc., for any candidate(s) submitted by Wheless Search & Consulting, or resulting from its efforts, who is subsequently employed or contracted by the client or its affiliates, for a position other than the position of President of Wichita State for which Wheless Search & Consulting is engaged.
4. To remit to Wheless Search & Consulting payment for expenses relating to the recruitment of candidates for the position, which Wheless Search & Consulting will invoice monthly according to its current expense billing policy (page 2).
5. The parties agree to incorporate into this agreement and follow the terms of the attached DA-146a.
6. To appoint Wheless Search & Consulting as exclusive recruiter for the position and not appoint any other recruiter, finder, employment agency, or retainer search firm to locate an individual to fill the position until this agreement has been terminated.
7. Any candidate presented by Wheless Search & Consulting is submitted in confidence and is for the internal consideration of the client and the Kansas Board of Regents only, and therefore is not to be referred to outside entities or affiliates.

Wheless Search & Consulting Agrees:

1. To develop selection criteria based on the job description or general outline of duties and responsibilities for the position and outline of the department organization relating to this position as provided by the Kansas Board of Regents and the client.
2. To recruit, screen and present only those candidates whom Wheless Search & Consulting believes will fit the specifications provided by the Kansas Board of Regents and the client.
3. To conduct interviews of all candidates to determine technical competence, general character traits and compatibility with client management.
4. To check references and background as prescribed by the Kansas Board of Regents and the client.
5. To allow the client or Wheless Search & Consulting to terminate this agreement at any time upon a thirty (30) day written notice to Wheless Search & Consulting or the client. Client shall pay Wheless Search & Consulting' out-of-pocket expenses up to the date of termination. If an agreement is terminated, professional fees paid up to the time of termination are to be retained by Wheless Search & Consulting and any outstanding fee due during the month of termination will become payable, if all payments have not yet been paid.
6. To indemnify and hold harmless the State of Kansas, Wichita State University and the Board of Regents from any and all liabilities and claims resulting from the unauthorized disclosure by the vendor, its officers, employees or agents of any information required to be held confidential under the provisions of the contract.

I accept the Engagement Agreement and Expense Billing Policy.

Accepted: Wichita State University
By: W. M. Golling

For Wheless Search:

By: Mike Wheless

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VP for Finance + Administration

Date: 5/22/19

Date: 5.22.19

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EXPENSE BILLING POLICY

Wheless Search & Consulting strives for excellence and partners with our clients to be good stewards of their funds. Over the firm's 20 years of business, we have developed recruitment strategies and processes that are both effective and efficient, not extravagant or wasteful. These direct expenses to our firm are invoiced on a monthly basis. All amounts are due within thirty days of receipt of invoice; interest will accrue at the rate of 1.5% per month on any outstanding invoices. Wheless agrees to provide client with copies of receipts for any expenses outside the initial \$7.5K upon request and before payment by client is due.

COMMUNICATION

Expenses include direct mailings and associated mailer development, postage, correspondence, transcription services, express/overnight mail delivery, and advertising if necessary.

TRAVEL

Typical expenses include airline tickets (coach fare), hotels, meals, taxis, car rentals, and parking.

CANDIDATE DEVELOPMENT and MANAGEMENT

Expenses include candidate research, sourcing, advertising, direct outbound advertising, research materials and directories, videoconference interviews, and candidate management. Estimated average amount of \$15K, with \$7.5K due at time the engagement agreement is executed.

CANDIDATE INTERVIEWING

Candidate interviewing expenses (such as travel to and from interviews) are reimbursable directly to the candidate by the client.

ON-SITE VISITS

Client will be billed for expenses associated with on-site visits to include initial survey visit, on-site presentation of candidates and other visits as requested by the client.

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PATHWAY TO AN EFFECTIVE SEARCH

The following are essential elements for an effective, efficient search:

RETAINER

A retainer assures you of the search firm's commitment. It requires the consultant to begin work immediately and assists you in establishing search criteria and a successful search plan.

EXCLUSIVITY

Having an exclusive relationship means you do not have to deal with numerous individuals checking on the status of their candidacy or with personnel agencies trying to present candidates. Candidates acquire a feeling of selectiveness and are more open and cooperative when they learn of your commitment to the position. And you as a client obtain exclusivity on the candidate.

SURVEY VISIT

The survey visit allows the consultant to take an in-depth look at both where and with whom the candidate will be working. It enables you to personally meet the consultant conducting the search and allows questions to be asked which may not be apparent over the telephone. Greater credibility with candidates is also gained, as the consultant can effectively communicate many more details about you and your organization.

CANDIDATE INTERVIEW WITH CONSULTANT

Candidate interviews with the consultant eliminate costly and unnecessary interviewing by you and others in your organization. The consultant gains the confidence of the candidate, thus gaining better control for the client. Such interviews allow the consultant to more accurately judge whether the candidate will fit into your organization.

PAID EXPENSES

Paid expenses allow the client to use every means and effort available to attract top quality candidates.

Approved As To
Legal Firm


GENERAL COUNSEL