

AN ORDINANCE APPROVING THE AWARD OF RFP NO. 2019-062 TO U.S. BANK N.A. AND UMB BANK N.A. FOR SPECIFIC COMPONENTS OF BANKING SERVICES AND AUTHORIZING THE CITY MANAGER TO EXECUTE AGREEMENTS TO SECURE THE SAME BY AND ON BEHALF OF THE CITY.

WHEREAS, the City requires the services of financial institution(s) to provide banking and related services for the City; and,

WHEREAS, the City issued RFP No. 2019-062 to solicit interest from qualified firms in providing the required services; and,

WHEREAS, the RFP No. 2019-062 provided for the potential split award for services based on cost and evaluation criteria; and,

WHEREAS, of the proposals received in response to RFP No. 2019-062, U.S. Bank N.A. has been determined to be the highest ranking firm by the evaluation committee for banking services, merchant card services, purchasing card and Visa electronic payables; and,

WHEREAS, of the proposals received in response to RFP No. 2019-062, UMB Bank N.A. has been determined to be the highest ranking firm by the evaluation committee for trust services; and,

WHEREAS, the City desire to split the award of RFP No. 2019-062 to U.S. Bank N.A. and UMB Bank N.A.

NOW THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF LEE'S SUMMIT, MISSOURI, AS FOLLOWS:

SECTION 1. The City Council of the City of Lee's Summit, Missouri hereby authorizes the award of RFP No. 2019-062 to U.S. Bank N.A. for banking services, merchant card services, purchasing card and Visa electronic payables, and to UMB Bank N.A. for trust services.

SECTION 2. The City Council hereby approves and authorizes the City Manager, by and behalf of the City of Lee's Summit, Missouri, to execute the agreements, copies of which are on file with the City Clerk and incorporated herein as though fully set forth, with U.S. Bank N.A. for banking services, merchant card services, purchasing card, and electronic payables in accordance with the fee schedule set forth in Exhibit A, attached and incorporated herein by reference, and Visa electronic payables for an amount not to exceed, and to UMB Bank N.A. for trust services in accordance with the fee schedule set forth in Exhibit B, attached and incorporated herein by reference,

SECTION 3. This Ordinance shall be in full force and effect from and after the date of its passage and adoption, and approval by the Mayor.

SECTION 4. Should any section, sentence, or clause of this Ordinance be declared invalid or unconstitutional, such declaration shall not affect the validity of the remaining sections, sentences or clauses.

**BILL NO. 19-167**

**ORDINANCE NO. 8686**

PASSED by the City Council of the City of Lee's Summit, Missouri, this 23<sup>rd</sup> day of July, 2019.

  
\_\_\_\_\_  
Mayor William A. Baird

ATTEST:

  
\_\_\_\_\_  
City Clerk Trisha Fowler Arcuri

APPROVED by the Mayor of said city this 26<sup>th</sup> day of July, 2019.

  
\_\_\_\_\_  
Mayor William A. Baird

ATTEST:

  
\_\_\_\_\_  
City Clerk Trisha Fowler Arcuri

APPROVED AS TO FORM:

  
\_\_\_\_\_  
Chief Counsel of Operations and Management  
Daniel R. White

# EXHIBIT A

## Pricing data for RFP 2019-062 US BANK

|                           |            |
|---------------------------|------------|
| Banking service fees      | Page 1-3   |
| Interest earnings example | Page 4     |
| Optional services         | Page 5     |
| Merchant card fees        | Page 6-7   |
| Securities safekeeping    | Page 8-9   |
| P-Card and E-payables     | Page 10-16 |

# Fee Schedule 7A1.1

please insert per unit fees in column P

| Service Description                                 | Total Annual Volume | Per Unit Fee | Total Annual Cost |
|---|---------------------|--------------|-------------------|
| Account Maintenance                                 | 120                 | 5.000 \$     | 600.00            |
| ACH Credits   | 7,937               | 0.050 \$     | 396.85            |
| ACH Credits Originated                              | 31,691              | 0.030 \$     | 950.73            |
| ACH Debits  | 1,265               | 0.050 \$     | 63.25             |
| ACH Debits Originated                               | 91,596              | 0.030 \$     | 2,747.88          |
| ACH Detail Reversal                                 | 4                   | 32.000 \$    | 128.00            |
| ACH Filter  | 24                  | 10.000 \$    | 240.00            |
| ACH Maintenance                                     | 24                  | 25.000 \$    | 600.00            |
| ACH Module  | 12                  | 10.000 \$    | 120.00            |
| ACH NOC Per Item                                    | 90                  | 2.000 \$     | 180.00            |
| ACH Pmt - Dual Aprr                                 | 139                 | 0.000 \$     | -                 |
| ACH Return Items                                    | 12                  | 3.000 \$     | 36.00             |
| ACH Transaction Block                               | 96                  | 5.000 \$     | 480.00            |
| ARP CD ROM - Per CD                                 | 48                  | 5.000 \$     | 240.00            |
| ARP File Transmission (Monthly)                     | 48                  | 5.000 \$     | 240.00            |
| ARP Image Per Item                                  | 11,453              | 0.010 \$     | 114.53            |
| ARP Manual Entry Per Item                           | 613                 | 0.030 \$     | 18.39             |
| ARP Return Item                                     | 1                   | 25.000 \$    | 25.00             |
| ARP Void - Cancel Item                              | 72                  | 0.250 \$     | 18.00             |
| Cash Vault Summary Report by Email                  | 12                  | 50.000 \$    | 600.00            |
| Checks/Debits Posted                                | 142,762             | 0.080 \$     | 11,420.96         |
| Credits   | 19                  | 0.200 \$     | 3.80              |
| Curr Deposited Branch - Per \$100                   | 5,194               | 0.100 \$     | 519.40            |
| Curr Deposited Vault - Per \$100                    | 28,422              | 0.085 \$     | 2,415.87          |
| Dep Handlg Vault - Per Deposit                      | 10                  | 1.000 \$     | 10.00             |
| Dep Handlg Branch - Per Deposit                     | 263                 | 1.000 \$     | 253.00            |
| Deposit Adjustments                                 | 21                  | 8.250 \$     | 173.25            |
| Deposit Assessment (per \$1,000)                    | 96                  | 0.129 \$     | 12.38             |
| Deposits/Credits Posted                             | 2,464               | 0.200 \$     | 492.80            |
| Electronic Mbox Rem Items                           | 85,370              | 0.060 \$     | 5,122.20          |
| Incoming Wire Transfers w phone notify              | 20                  | 5.000 \$     | 100.00            |
| Internal Transfers                                  | 80                  | 2.000 \$     | 160.00            |
| Lockbox OL Intraday Dec Maintenance                 | 12                  | 100.000 \$   | 1,200.00          |
| Lockbox Cash Trans Handling Fee                     | 2                   | 9.000 \$     | 18.00             |
| Lockbox Data Capture                                | 372,660             | 0.012 \$     | 4,471.92          |
| Lockbox Data Img File Trans Maintenance             | 12                  | 175.000 \$   | 2,100.00          |
| Lockbox Data Img File Trans Per Rec                 | 90,519              | 0.030 \$     | 2,715.57          |
| Lockbox Deposit                                     | 252                 | 0.900 \$     | 226.80            |
| Lockbox Document Capture - Per Image                | 125,409             | 0.060 \$     | 7,524.54          |
| Lockbox Image Online Archive 7 yr B & W             | 210,617             | 0.030 \$     | 6,318.51          |
| Lockbox Image Online Maintenance                    | 12                  | 90.000 \$    | 1,080.00          |
| Lockbox Monthly Maintenance                         | 12                  | 125.000 \$   | 1,500.00          |
| Lockbox PO Box Rent                                 | 1 at cost           | -            | -                 |
| Lockbox Unprocessable - Corr Only                   | 97                  | 0.280 \$     | 27.16             |
| Online Account Transfers                            | 138                 | 0.000 \$     | -                 |
| Online Entry Stop Pay Charges                       | 12                  | 10.000 \$    | 120.00            |
| Online Entry Stop Pay Charges 30 M                  | 73                  | 5.000 \$     | 365.00            |
| Online Info Rpt Current Day Detail                  | 9,652               | 0.020 \$     | 193.04            |
| Online Info Rpt Prior Detail                        | 22,184              | 0.020 \$     | 443.68            |
| Online Monthly Bank Statement                       | 108                 | 0.000 \$     | -                 |
| Online Monthly Maintenance                          | 12                  | 10.000 \$    | 120.00            |
| Online Transfer Module Maintenance                  | 12                  | 0.000 \$     | -                 |
| Outbound Dom Wire Transfers-Non-Repetitive by phone | 56                  | 5.000 \$     | 280.00            |
| Outbound Dom Wire Transfers-Repetitive by phone     | 49                  | 5.000 \$     | 245.00            |
| Paper Transaction Block                             | 48                  | 5.000 \$     | 240.00            |
| Pos Pay Maint-With Full Recon                       | 36                  | 35.000 \$    | 1,260.00          |
| Pos Pay with No-Recon                               | 12                  | 25.000 \$    | 300.00            |
| Positive Pay Exception                              | 267                 | 1.000 \$     | 267.00            |
| Positive Pay Per Item                               | 8,814               | 0.030 \$     | 264.42            |
| Previous Day Reporting Transaction Detail           | 108                 | 10.000 \$    | 1,080.00          |
| Repo Account Maintenance                            | 24 n/a              | -            | -                 |
| Report Mark to Market Pricing                       | 4 n/a               | -            | -                 |
| Retail Lbx CD                                       | 12                  | 5.000 \$     | 60.00             |
| Retail Lbx Checks Only                              | 7,009               | 0.350 \$     | 2,453.15          |

\*total volume would be  
 \$ 10,500

COMPANY NAME

Exhibit 1A - Required Treasury Services Pricing

DATE RFP ISSUED

| Service Description                        |        |          |           |
|--|--------|----------|-----------|
| Retail Lbx Highspd Matched Sgl OCR         | 50,023 | 0.200 \$ | 10,004.60 |
| Retail Lbx Highspd Unmatched Sgl OCR       | 4,878  | 0.200 \$ | 975.60    |
| Retail Lbx Lowspd Matched Sgl OCR CD       | 19,723 | 0.200 \$ | 3,944.60  |
| Retail Lbx Lowspd Unmatched Sgl OCRBAAR CD | 2,153  | 0.200 \$ | 430.60    |
| Retail Lbx Multiple Items OCR Bar Code     | 10,178 | 0.200 \$ | 2,035.60  |

COMPANY NAME  
 Exhibit 1A - Required Treasury Services Pricing  
 DATE RFP ISSUED

| Service Description                                |     |           |        |
|--|-----|-----------|--------|
| Retail Lbx Unprocessables                          | 2   | 0.280 \$  | 0.56   |
| Return Item  | 169 | 2.000 \$  | 338.00 |
| Return Item-ReClear                                | 210 | 2.000 \$  | 420.00 |
| Reverse Positive Pay Maintenance                   | 12  | 50.000 \$ | 600.00 |
| Reverse Positive Pay per Item                      | 958 | 0.030 \$  | 28.74  |
| Safekeeping  | 12  | 20.000 \$ | 240.00 |
| Stop Payment Charges                               | 9   | 5.000 \$  | 45.00  |
| Zero Balance Disbursement                          | 12  | 10.000 \$ | 120.00 |
| Additional Fees Not Listed (Please Provide Detail) |     | \$        | -      |
| Additional Fee                                     |     | \$        | -      |

Please see attached account proforma for full listing of all services

### Total Fee Schedule 7A1.1

|    |           |
|----|-----------|
| \$ | 82,539.38 |
|----|-----------|

|   |  |  |                      |
|---|--|--|----------------------|
| Less Earnings Credit of 2.15% to offset fees (annualized) |  |  |                      |
| Less Interest Paid on Balances @ 1.85%                    |  |  |                      |
| Net Service Charges                                       |  |  |                      |
| Interest Earned on Interest Bearing Accounts              |  |  |                      |
| (less) Net Service Charge                                 |  |  |                      |
| <b>Interest Earnings Less Service Charge</b>              |  |  | <b>\$ 143,210.62</b> |

|                  |      |    |             |
|------------------|------|----|-------------|
| Target Balance   |      |    |             |
| \$ 10,500,000.00 | Less | \$ | 225,750.00  |
|                  | Less | \$ | 194,250.00  |
|                  |      | \$ | (51,039.38) |
|                  |      | \$ | 194,250.00  |
|                  |      | \$ | (51,039.38) |
|                  |      | \$ | 143,210.62  |

COMPANY NAME  
 Exhibit 3A - Required Interest Bearing Accounts  
 DATE RFP ISSUED

| Description                       | Average Collected Balance | Interest Rate Applied | Estimated Monthly Interest Paid | Estimated Annual Interest Paid | Rate Indicator Utilized |
|-----------------------------------|---------------------------|-----------------------|---------------------------------|--------------------------------|-------------------------|
| <b>Interest Bearing Accounts*</b> |                           |                       |                                 |                                |                         |
| Trustee Account                   | \$ 6,000,000.00           |                       |                                 | \$ 109,479.45                  | less 65 basis point     |
| Investment Settlement Account     | \$ 2,000,000.00           |                       |                                 | \$ 36,493.15                   | less 65 basis point     |
| Municipal Court JIS               | \$ 100,000.00             |                       |                                 | \$ 1,824.66                    | less 65 basis point     |
| Work Comp Account                 | \$ 50,000.00              |                       |                                 | \$ 912.33                      | less 65 basis point     |
| Parks & Rec Refund Account        | \$ 10,000.00              |                       |                                 | \$ 182.47                      | less 65 basis point     |
| Water/Sewer Refund Account        | \$ 10,000.00              |                       |                                 | \$ 182.47                      | less 65 basis point     |
| EMS Receipts                      | \$ 25,000.00              |                       |                                 | \$ 456.16                      | less 65 basis point     |

**Total Estimated Interest Paid** \$ 147,797.26

\*based on a 30 day month

COMPANY NAME  
 Exhibit B - Optional Treasury Services Pricing  
 DATE RFP ISSUED

| Service Description  | Monthly Volume | Monthly Fee<br>(If Applicable) | Per Unit Fee<br>(If Applicable) | Total Monthly<br>Fee | Annual Fee      |
|--|----------------|--------------------------------|---------------------------------|----------------------|-----------------|
| <b>Operating Account - Optional Services</b>                                   |                |                                |                                 |                      |                 |
| Remote Deposit Maintenance   | 1              | 60.00                          |                                 | 60.00                | 720.00          |
| Remote Deposit Per Item Fee  |                |                                |                                 |                      | 960.00          |
| Remote Deposit Equipment Fee*  |                |                                |                                 |                      |                 |
| ACH Origination Maintenance  | 1              | 25.00                          |                                 | 25.00                | 300.00          |
| ACH Origination per File   |                |                                |                                 |                      |                 |
| ACH Origination per Item   |                |                                |                                 |                      |                 |
| Wire Transfer Email Advices  |                |                                |                                 |                      |                 |
| Payee Positive Pay Maintenance   | 1              | 25.00                          |                                 | 25.00                | 300.00          |
| Payee Positive Pay Per Item Fee  |                |                                |                                 |                      |                 |
| Payee Positive Pay Alerts  |                |                                |                                 |                      |                 |
| ACH Positive Pay Maintenance   | 1              | 10.00                          |                                 | 10.00                | 120.00          |
| ACH Debit Filter   | 1              | 10.00                          |                                 | 10.00                | 120.00          |
| ACH Positive Pay Alerts  |                |                                |                                 |                      |                 |
| Electronic Paid Items File   |                |                                |                                 |                      |                 |
| Disbursement Imaging CD ROM Production   | 1              | 15.00                          |                                 | 15.00                | 180.00          |
| Other Fees Not Listed  |                |                                |                                 |                      |                 |
| <b>Total Operating Account - Optional Services Fees</b>                        |                |                                |                                 | <b>165.00</b>        | <b>1,980.00</b> |
| Please see attached account proforma for full list of potential service fees   |                |                                |                                 |                      |                 |
| <b>Please add additional lines as applicable to show full cost of services</b> |                |                                |                                 |                      |                 |
| Remote Deposit Services - Deposit Credit                                       | 1              | 0.75                           |                                 | 0.75                 | 9.00            |
| *additional Remote Deposit Equipment options:                                  |                |                                |                                 |                      |                 |
| RDM EC7500 Single Item Scanner   |                | 325.00                         |                                 |                      |                 |
| Epson CaptureOne x60 Scanner   |                | 825.00                         |                                 |                      |                 |
| Epson CaptureOne x90 Scanner   |                | 950.00                         |                                 |                      |                 |
| RDM EC9611i SF Network Scanner   |                | 425.00                         |                                 |                      |                 |
| RFP EC9603i 30 Network Scanner   |                | 700.00                         |                                 |                      |                 |
| Panini Vision X 50 Scanner   |                | 825.00                         |                                 |                      |                 |
| Panini Vision X 100 Scanner  |                | 950.00                         |                                 |                      |                 |
| 1 year extended warranty on equipment  |                | 150.00                         |                                 |                      |                 |
| 2 year extended warranty on equipment  |                | 250.00                         |                                 |                      |                 |
| 3 year extended warranty on equipment  |                | 350.00                         |                                 |                      |                 |



## Schedule A

### CITY OF LEE'S SUMMIT

| <b>Visa/Mastercard/Discover Fees</b>                                       |                                    |
|--|------------------------------------|
| Interchange Card Level   | PASS THROUGH                       |
| Card Brand Members' Dues and Assessments                                   | PASS THROUGH                       |
| <b>Other Fees</b>  |                                    |
| VISA/Mastercard/American Express/Discover Transaction Fee                  | \$0.12 per transaction             |
| VISA/Mastercard/American Express/Discover Processing Rate                  | 0.00% per transaction              |
| Online (PIN) Debit Fee   | Network Interchange/Switch Fees    |
| Voice Authorization Fee  | \$0.85/per authorization           |
| Chargeback/Return NSF Item Fees  | \$15.00/\$15.00                    |
| Paper Statement fees, if desired   | \$10.00/monthly                    |
| PCI Monthly Fee (Card Data Financial Reimbursement) *                      | \$10.00 per MID                    |
| PCI Non Compliance Fee**   | \$59.95 monthly                    |
| SafeT SMB***   | \$25.00 monthly                    |
| SafeT Solo****   | \$25.00 monthly                    |
| <b>Equipment/EMV/NFC Terminals-Peripherals</b>                             |                                    |
| VeriFone Vx520 Terminal-Printer****  | \$395.00 purchase                  |
| VeriFone Vx820 Pin Pad*****  | \$225.00 purchase                  |
| Poynt Terminal-Printer (WiFi)  | \$800.00 purchase                  |
| Poynt 5 Terminal   | \$650.00 Purchase                  |
| Poynt 3G Terminal  | \$900.00 purchase                  |
| SIM Card 250MB   | \$20.00 per device                 |
| Wireless Monthly Fee   | \$19.99 per device                 |
| Poynt P2PE Monthly Fee***  | \$25.00 per device                 |
| Poynt Accessories Available  | Varies                             |
| <b>Equipment Options-Software</b>  |                                    |
| Converge License Fee, Mobile/Terminal/Web (Unlimited MIDs/Users), one-time | \$800.00purchase + \$10.00 monthly |
| Converge Ingenico ISC250 EMV-NFC Reader, Signature Capture PIN Pad         | \$495.00 purchase                  |
| Converge Ingenico ICMP EMV-NFC Reader (Virtual Terminal) w/ Pin Pad        | \$175.00 purchase                  |
| Epson ReadyPrint T20 Printer   | \$225.00 purchase                  |
| RDM-7111f, Check Imager  | \$495.00 purchase                  |
| <b>Equipment Options-Mobile</b>  |                                    |
| Converge ICMP EMV-NFC Reader w/ PIN Pad                                    | \$175.00 purchase                  |
| Converge Ingenico RP457C EMV Card Reader                                   | \$95.00 purchase                   |
| Star SM-220i Bluetooth Printer   | \$350.00 purchase                  |
| Star SM-300 Bluetooth Printer  | \$400.00 purchase                  |
| <b>Reporting Tool Options</b>  |                                    |
| Web reporting tool (Payment Insider)                                       | FREE                               |
| Web Reporting Tool (MC Premium 1-5 Users)                                  | \$20.00/monthly                    |

American Express, Discover, Mastercard and Visa Interchange, and Assessments, pricing are dependent upon interchange and other fees imposed on all Card Brand Members. Elavon will

## Schedule A

pass through increases or decreases of these fees imposed by the Association members upon written notice.

The Card Brand Members offer over 300+ cards that may be presented for payment; the latest Interchange and Assessment spreadsheet for the each card type is provided in another document.

### Pricing Provisions:

1. Pricing implies that all hardware and software is certified to U.S. Bank's Payment Provider network/ platform (Elavon). If another Payment Provider Network (PPN) is necessary to authorize and settle transactions; we will pass through any additional fees. Fees vary by specific "PPN".
2. U.S. Bank will provide same day credit and next day funds availability for Amex, Discover, Mastercard and Visa transactions provided the settlement is received by 10:00 PM EST, funds are deposited into a U. S. Bank checking account.

### Additional Comments

\*This fee is for Breach Financial Assistance. We will provide monetary coverage up to 20K for forensic/investigation cost associated with breach and/or security fraud.

\*\*This fee is only assessed if the Agencies have not provided its required PCI SAQ (Self-Assessment Questionnaire) within 90 days of MID issuance.

\*\*\*Available on the following devices Ingenico 3500, Ingenico 5000, and the VeriFone Vx520. The Poynt solutions are built with the SafeT application. The SafeT SMB package offers EMV, Encryption, Tokenization, reduced PCI Scope to SAQ P2PE (approximately 10 questions vs 38) and enrollment with our Qualified Security Assessor (OSA) Sysnet,

\*\*\*\* The SafeT Solo package offers EMV, Encryption, Tokenization, and reduced PCI Scope to SAQ P2PE (approximately 10 questions vs 38). In addition Data Breach coverage up to 50K per relationship.

\*\*\*\*\*Elavon supports "service fee" on this model only.

Safekeeping



*ICE Data Svcs*

## Fee schedule

### Safekeeping

|                             |               |
|-----------------------------|---------------|
| Account maintenance         | \$20.00/month |
| Deposit into safekeeping    | No charge*    |
| Withdrawal from safekeeping | No charge*    |

### Receipts (based on # of receipts held at any time during the month)

|                             |        |
|-----------------------------|--------|
| Treasury and agency         | \$2.00 |
| Municipal                   | \$3.00 |
| MBS/CMO                     | \$5.00 |
| Corporate/other             | \$3.25 |
| Withdrawal from safekeeping | \$2.00 |

### Disbursements

|                 |   |
|-----------------|---|
| Treasury/agency | No charge   |
| Municipal       | No charge   |
| MBS/CMO         | \$8.00<br>(\$4 per principal payment, \$4 per interest payment) |
| Corporate/other | No charge   |

\*For transactions purchased or sold through the Money Center

Investment products are:

|   |                         |                                   |                       |
|---|-------------------------|-----------------------------------|-----------------------|
| <b>NOT A DEPOSIT</b>                                | <b>NOT FDIC-INSURED</b> | <b>NOT GUARANTEED BY THE BANK</b> | <b>MAY LOSE VALUE</b> |
| <b>NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY</b> |                         |                                   |                       |

### Securities (DVP/RVP/FREE) Clearance

|                                       |                                  |
|---------------------------------------|----------------------------------|
| Federal Reserve                       | <del>\$40.00</del> <i>waived</i> |
| DTC eligible (municipals, corporates) | \$40.00                          |
| PTC eligible (MBS/CMO)                | \$40.00                          |
| Physical                              | \$125.00                         |

### Other Safekeeping Services

|  |   |
|--|---|
| Pledges                                    | \$20.00/pledge<br>(add, change or remove) |
| Security registration                      | \$25.00/certificate                       |
| Audit verification                         | \$10.00/request                           |
| Customer account and market value research | \$50.00/hour<br>(one hour minimum)        |
| Issuance of cashier's check                | \$10.00/check                             |
| Wire fee                                   | \$15.00/wire                              |

usbank.com



For purposes of Section 15B of the Securities Exchange Act of 1934 (the "Act") (SEC Rule 15Ba1-1 et seq.) (the "Rule"), the Money Center Department within the U.S. Bank Corporate Treasury Division (the "Money Center"): (1) is not recommending and will not recommend an action to you; (2) is not providing and will not provide "advice" to you as defined in the Rule, and any information or communication from the Money Center in respect of your accounts with the Money Center or the Safekeeping Department within the U.S. Bank Corporate Treasury Division (the "Account(s)") or in respect of any securities transaction or potential securities transaction to be executed via the Account(s) is not intended to be and should not be construed as "advice" as defined in the Rule; (3) the Money Center is not acting as an advisor to you and does not owe you any fiduciary duty pursuant to Section 15B of the Act or otherwise with respect to any such Account(s), information, communication, transaction or potential transaction; and (4) subject to FINRA Rules 2111 and 2121, the Money Center is acting for its own interest with respect to the Account(s) and with respect to any securities transactions to be executed via the Account(s). You should discuss any information or material provided to you by the Money Center in connection with trading, investing or other activity in the Account(s) with any and all of your internal or external advisors and experts that you deem appropriate before acting on any such information or material.

Although money market funds seek to preserve the value of your investment, it is possible to lose money by investing in a money market mutual fund. Past performance does not guarantee future results. You may obtain a prospectus for available money market funds which contains more complete information, including investment policy, fees, and expenses from your Money Center Representative. Read the prospectus carefully before you invest. For certain funds, the fund's investment advisor may have elected to waive or absorb all or a portion of fees during a given period. This waiver or absorption would have the effect of increasing a fund's reported yields. Information about any waivers can be found in the fund's prospectus.

Deposit products offered by U.S. Bank National Association. ©Member FDIC. 2016 U.S. Bank. MMWR-94300 (8/16) 8217-X

Purchasing Card Financial  
Proposal Presented to

**City of Lee's Summit**

**April 17, 2019**

Darren Trainer  
Central Region Sales Manager



## Financial Proposal

U.S. Bank proposes that the City of Lee's Summit (the City) participate in the U.S. Bank Higher Education and Public Sector Marketing Agreement (HEPS), a competitively bid and awarded program for commercial card services open to higher education clients and public sector clients in the United States.

This program allows for participation by those clients that assume all responsibility and liability for their performance under the terms and conditions of the program. Each such client must be credit qualified on its own and must sign a document developed by U.S. Bank. This requires a five-year term and participants must sign a non-negotiable program member application. This program offers the following rebates and fees based on the projections provided by the City. If these assumptions are inaccurate, U.S. Bank reserves the right to revisit our offer.

U.S. Bank is committed to providing competitive financial incentives to our clients. The following financial proposal details volume and speed of payment rebates. The full financial impact of our commercial card programs is made up of three components:

- Competitive rebate program
- Proven strategies for increasing program volume
- Tools for cutting procurement costs

The savings that can be accrued are significant, often far surpassing the rebate that an organization earns.

## Additional Rebate and Pricing Provisions

The following provisions apply separately to each program in which the organization participates:

- Rebates below \$100.00 will not be paid and will not be carried forward.
- The agreement has a five-year term.
- The minimum annual spend for an organization to qualify for a rebate for a commercial card program is \$500,000.
- File turn day<sup>1</sup> payment performance must be 60 days or better for all products (except corporate card) to be paid any rebate.
- Corporate card file turn day payment performance must be 40 days or better.
- The minimum individual entity average transaction size must be at least \$125 to be paid any rebate.
- Rebates should be paid less credit losses (charge-offs). Fraud losses shall be absorbed by U.S. Bank.
- Rebates shall be paid annually.

## Payables (One Card and Virtual Pay) Performance Rebate

We are pleased to offer participants the opportunity to earn a performance rebate based on net annual standard charge volume<sup>2</sup> and speed of payment. The rebate opportunity has two parts that, while calculated separately, are dependent upon each other. The participant must qualify for both parts to receive a performance rebate. If earned, the sum of the parts will be paid annually.

<sup>1</sup> File Turn Days Payment Performance means the average speed of repayment for each Addendum Year. File Turn Days are the number of days from the day U.S. Bank funds a charge transaction to the day payment for that transaction is posted, inclusive of the beginning and ending days.

<sup>2</sup> Net Annual Standard Charge Volume means all charges set forth on the monthly billing statements furnished for all accounts, less transactions qualifying for annual discount volume, less cash advances, fees, fraudulent charges, chargebacks, and amounts charged-off by U.S. Bank.

### Part 1: Performance Volume Rebate

At the end of each annual rebate period, U.S. Bank will calculate the net annual volume<sup>3</sup> for the participant's entire program and apply the result to the **Part 1** matrix below to determine the qualifying rebate opportunity. To determine which point on the tier to apply to the net annual volume, U.S. Bank will combine all program spend (net annual standard charge volume plus discount interchange rate volume). While discount interchange transactions will be eligible for a separate rebate program, that spend will also count toward determining the volume rebate tier. For a volume rebate to be calculated the net annual standard charge volume must be \$500,000 or greater.

**Volume Rebate**

| Annual Volume (US\$) | Rate   | Annual Volume (US\$) | Rate   |
|----------------------|--------|----------------------|--------|
| 500,000              | 1.000% | 35,000,000           | 1.880% |
| 1,000,000            | 1.050% | 40,000,000           | 1.930% |
| 2,000,000            | 1.370% | 45,000,000           | 1.980% |
| 3,000,000            | 1.470% | 50,000,000           | 2.030% |
| 4,000,000            | 1.500% | 75,000,000           | 2.055% |
| 5,000,000            | 1.580% | 100,000,000          | 2.130% |
| 6,000,000            | 1.590% | 125,000,000          | 2.135% |
| 7,000,000            | 1.600% | 150,000,000          | 2.160% |
| 8,000,000            | 1.610% | 175,000,000          | 2.175% |
| 9,000,000            | 1.620% | 200,000,000          | 2.180% |
| 10,000,000           | 1.630% | 250,000,000          | 2.185% |
| 15,000,000           | 1.690% | 300,000,000          | 2.190% |
| 20,000,000           | 1.730% | 350,000,000          | 2.205% |
| 25,000,000           | 1.780% | 400,000,000          | 2.210% |
| 30,000,000           | 1.830% | 500,000,000          | 2.215% |

### Part 2: Speed of Payment Rebate

At the end of each annual rebate period, U.S. Bank will calculate the average speed of payment (file turn) performance for the participant's entire program. The result will be applied to the **Part 2** matrix below and the qualifying rebate opportunity will be determined.

**Speed of Payment Rebate**

| File Turn Days | Rate    | File Turn Days | Rate   | File Turn Days | Rate   | File Turn Days | Rate   |
|----------------|---------|----------------|--------|----------------|--------|----------------|--------|
| 60             | -0.150% | 45             | 0.000% | 30             | 0.075% | 15             | 0.350% |
| 59             | -0.140% | 44             | 0.005% | 29             | 0.080% | 14             | 0.155% |
| 58             | -0.130% | 43             | 0.010% | 28             | 0.085% | 13             | 0.160% |
| 57             | -0.120% | 42             | 0.015% | 27             | 0.090% | 12             | 0.165% |
| 56             | -0.110% | 41             | 0.020% | 26             | 0.095% | 11             | 0.170% |
| 55             | -0.100% | 40             | 0.025% | 25             | 0.100% | 10             | 0.175% |
| 54             | -0.090% | 39             | 0.030% | 24             | 0.105% | 9              | 0.180% |
| 53             | -0.080% | 38             | 0.035% | 23             | 0.110% | 8              | 0.185% |
| 52             | -0.070% | 37             | 0.040% | 22             | 0.115% | 7              | 0.190% |
| 51             | -0.060% | 36             | 0.045% | 21             | 0.120% | 6              | 0.195% |
| 50             | -0.050% | 35             | 0.050% | 20             | 0.125% | 5              | 0.200% |
| 49             | -0.040% | 34             | 0.055% | 19             | 0.130% | 4              | 0.205% |
| 48             | -0.030% | 33             | 0.060% | 18             | 0.135% | 3              | 0.210% |
| 47             | -0.020% | 32             | 0.065% | 17             | 0.140% | 2              | 0.215% |
| 46             | -0.010% | 31             | 0.070% | 16             | 0.145% | 1              | 0.220% |
|                |         |                |        |                |        | 0              | 0.225% |

File Turn Days must be 60 or less  
Fraud Losses absorbed by U.S. Bank

Credit Losses deducted from Rebate  
Rebate payment: Annual

<sup>3</sup> Net Annual Volume means the sum of Net Annual Standard Charge Volume and Annual Discount Volume.

### Sample Rebate Calculation (Parts 1 and 2)

An annual rebate scenario can be calculated using the following performance dynamics:

- ▣ \$13 million overall annual charge volume
  - This determines the point on the annual volume tier to apply to the net annual volume
- ▣ \$9.1 million net annual standard charge volume (less annual discount volume)
  - This is the actual charge volume that will earn rebate under this annual volume rebate
- ▣ 15 file turn days payment performance

In this example, the **Part 1** rebate opportunity would be 1.630%. This opportunity can be increased for each single-day improvement in portfolio speed of payment performance (see **Part 2** matrix). For example, if your payment performance is calculated at 15 file turn days, the combined opportunity would remain 1.645% (1.630% + 0.015%).

In this example, the combined potential of the one card and Virtual Pay performance rebate is **\$149,645** annually (1.645% × \$9,100,000), or **\$748,475** over the five-year term.

### Payables Annual Discount Volume Program

We recognize that increased commercial card usage is important to your overall procure-to-pay strategy and that program expansion, cost efficiency and expense control are critical components in streamlining your procurement and spending processes. We continue to embrace commercial card expansion initiatives including reduced interchange programs for our clients' strategic suppliers, which targets large ticket and other annual discount volume commercial card transactions. Through these annual discount volume initiatives, we help enable many suppliers to expand their acceptance of commercial cards. These programs allow our clients to eliminate many administrative processes with their preferred suppliers, saving our clients time and money while capturing data on both their small and large dollar purchases by using their U.S. Bank commercial cards.

We are pleased to offer the City the following rebate on your discount interchange transactions:

#### DIRP Volume Rebate

| Annual Volume (US\$) | Rate   |
|----------------------|--------|
| 0 - 9,999,999        | 0.750% |
| 10,000,000           | 1.050% |

*File Turn Days must be 60 or less  
Credit Losses deducted from Rebate  
Fraud Losses absorbed by U.S. Bank  
Rebate payment: Annual*

#### Speed of Payment Rebate

| File Turn Days | Rate    | File Turn Days | Rate   | File Turn Days | Rate   | File Turn Days | Rate   |
|----------------|---------|----------------|--------|----------------|--------|----------------|--------|
| 60             | -0.150% | 45             | 0.000% | 30             | 0.075% | 15             | 0.180% |
| 59             | -0.140% | 44             | 0.005% | 29             | 0.080% | 14             | 0.155% |
| 58             | -0.130% | 43             | 0.010% | 28             | 0.085% | 13             | 0.160% |
| 57             | -0.120% | 42             | 0.015% | 27             | 0.090% | 12             | 0.165% |
| 56             | -0.110% | 41             | 0.020% | 26             | 0.095% | 11             | 0.170% |
| 55             | -0.100% | 40             | 0.025% | 25             | 0.100% | 10             | 0.175% |
| 54             | -0.090% | 39             | 0.030% | 24             | 0.105% | 9              | 0.180% |
| 53             | -0.080% | 38             | 0.035% | 23             | 0.110% | 8              | 0.185% |
| 52             | -0.070% | 37             | 0.040% | 22             | 0.115% | 7              | 0.190% |
| 51             | -0.060% | 36             | 0.045% | 21             | 0.120% | 6              | 0.195% |
| 50             | -0.050% | 35             | 0.050% | 20             | 0.125% | 5              | 0.200% |
| 49             | -0.040% | 34             | 0.055% | 19             | 0.130% | 4              | 0.205% |
| 48             | -0.030% | 33             | 0.060% | 18             | 0.135% | 3              | 0.210% |
| 47             | -0.020% | 32             | 0.065% | 17             | 0.140% | 2              | 0.215% |
| 46             | -0.010% | 31             | 0.070% | 16             | 0.145% | 1              | 0.220% |
|                |         |                |        |                |        | 0              | 0.225% |

*File Turn Days must be 60 or less  
Fraud Losses absorbed by U.S. Bank*

*Credit Losses deducted from Rebate  
Rebate payment: Annual*



### Sample Rebate Calculation (Parts 1 and 2)

A rebate scenario can be calculated using the following performance dynamics:

- ▣ \$3.9 million discount interchange volume
- ▣ 15 file turn days speed of payment

In this example, the **Part 1** opportunity would be 0.750%. This opportunity can be increased for each single-day improvement in portfolio speed of payment performance (see **Part 2** matrix). For example, if your payment performance is calculated at 15 file turn days, the combined opportunity would be **0.765%** (0.750 + 0.015%).

In this example, the combined potential of the discount interchange performance rebate is **\$29,835** annually ( $0.765\% \times \$3,900,000$ ), or **\$149,175** over the five-year term.

### Combined Rebate—One Card and Virtual Pay Program

When combining the performance and discount interchange program rebates, the City's potential rebate opportunity for the one card and Virtual Pay program would be **\$179,530** for annually and **\$897,650** over the five-year term.

## Proposed Fees

Below are our proposed fees for the City's one card and Virtual Pay program:

| One Card   |                              |
|--|------------------------------|
| Feature  | Fee                          |
| <b>General</b>   |                              |
| Annual Card Fee  | No Fee                       |
| Executive Card Annual Fee  | \$100.00 per account         |
| Delinquency Fees:  |                              |
| ▪ Fee assessed on the entire past due amount if full balance is not paid by the due date | 1%                           |
| ▪ Fee assessed each subsequent cycle on the entire past due amount                       | 2.5% (minimum \$2.00)        |
| Interest Charges   | No Fee                       |
| Cash Advance Transaction Fee   | 2.5% (minimum \$2.00)        |
| Convenience Check Fee  | 2.5% (minimum \$2.00)        |
| Convenience Check Stop Payment Fee   | \$15.00                      |
| Returned Convenience Check Fee   | \$15.00                      |
| Convenience Check Copy Fee   | \$2.00                       |
| Statement Copy Fee   | \$5.00 per copy              |
| Paper Statement Fee  | \$5.00 per copy              |
| Draft/Receipt Copy Fee   | \$5.00 per draft             |
| Non-Sufficient Funds Fee   | \$15.00                      |
| Replacement Card Fee   | No Fee                       |
| Expedited Card Delivery Fee  | \$20.00 per delivery         |
| Foreign Currency Fee (if applicable)   | 2.5% per transaction         |
| <b>Benefits</b>  |                              |
| Travel Accident Insurance: \$500,000 coverage  | No Fee                       |
| Auto Rental Insurance  | No Fee                       |
| Visa Liability Insurance: \$100,000 coverage   | No Fee                       |
| Lost Luggage Insurance: Maximum \$1,250; not to exceed common carrier reimbursement      | No Fee                       |
| <b>Other</b>   |                              |
| Implementation and Training Cost   | No Fee                       |
| Access Online  | No Fee                       |
| Electronic Attachments (receipt imaging) Fee   | \$12.00 annually per account |
| Logo Setup Fee   | \$300                        |
| Expense Management Fee   | \$40.00 annually per account |

| U.S. Bank Virtual Pay  |                                 |
|--|---------------------------------|
| Feature  | Fee                             |
| General  |                                 |
| Annual Card Fee  | No Fee                          |
| Delinquency Fees:  |                                 |
| ▪ Fee assessed on the entire past due amount if full balance is not paid by the due date | 1.0% (minimum \$2.00)           |
| ▪ Fee assessed each subsequent cycle on the entire past due amount                       | 2.5% (minimum \$2.00)           |
| Interest Charges   | No Fee                          |
| Statement Copy   | \$5.00 per additional statement |
| Draft Copy   | \$5.00 per draft                |
| Non-Sufficient Funds Fee   | \$15.00                         |
| Foreign Currency Fee (if applicable)   | 2.5% per transaction            |
| Other  |                                 |
| Implementation and Training Cost   | No Fee                          |
| Access Online  | No Fee                          |
| Custom Mapping   | Fee based upon scope of service |

### Confidentiality Agreement

All content stated in this proposal is proprietary and confidential to U.S. Bank. Information supplied by the City of Lee's Summit to U.S. Bank for the purpose of this proposal is also confidential.

This proposal represents the basis for a proposed business relationship and is not a contract for products or services. Pricing elements are valid for 90 days from the submission of this proposal. All pricing elements, including incentives and rebates, are contingent upon U.S. Bank providing credit approval, which is at U.S. Bank's sole discretion and subject to U.S. Bank's Credit Policy. All pricing offered by U.S. Bank is subject to change if credit is conditional upon collateral pledge, pre-payment or guarantor.

# **EXHIBIT B**

**Pricing data for RFP 2019-062 UMB BANK**

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Trust Service fees

**Trust Services**

| Service Description   | Monthly Volume | Monthly Fee (If Applicable) | Per Issue Fee (If Applicable) | Total Monthly Fee | Annual Fee  |
|---|----------------|-----------------------------|-------------------------------|-------------------|-------------|
| <b>Corporate Trust/Paying Agent/Escrow Services</b>             |                |                             |                               |                   |             |
| New Account Set up Fee  |                |                             |                               | \$ -              | \$ -        |
| <b>Paying Agent Only:</b>                                       |                |                             |                               | \$ -              | \$ -        |
| Acceptance Fee  |                |                             |                               | \$ -              | \$ 300.00   |
| Annual Fee  |                |                             |                               | \$ -              | \$ 300.00   |
| <b>Trustee:</b>   |                |                             |                               | \$ -              | \$ -        |
| TIF or TDD bonds (covering 2 bond issues)                       |                |                             |                               | \$ -              | \$ 9,000.00 |
| <b>7B1.1 Total Corporate Trust/Paying Agent/Escrow Services</b> |                |                             |                               | \$ -              | \$ 9,600.00 |

Please add additional lines as applicable to show full cost of services

The above are agreed upon annual fees for normal bond issues. Each new appointment is reviewed for services/complexity and fee proposals are done accordingly.