

**2024 - 2025**

# **Business Advisory Services Agreement**

**For**

**Slate Rock and Gravel Company**

Presented to: Mr. Slate  
slate@slaterock.com  
719-387-9800

Prepared by: Amanda Patten, EA on behalf of Jason Watson, CPA and Karlee Tiesler  
amanda@wcginc.com  
719-302-8681 (direct)

*WCG is pleased to offer the enclosed agreement for your business advisory services and consultation needs.*

# Contents

- What WCG Offers as Your Advisor ..... 3
- Your Leadership Team ..... 4
- Ideal Client Relationships ..... 5
- 2023 Onboarding Services Provided ..... 6
- 2024 Onboarding Services Provided ..... 6
- 2024 Onboarding Services Not Provided ..... 6
- Business Advisory Services ..... 7
- 2023 Customized Fees Summary ..... 8
- 2024 Customized Fees Summary ..... 8
- Deferred Onboarding, Fee Blending..... 9
- Next Steps, Promise Dates ..... 9
- Other Engagements..... 10
- 2023 Tax Return Preparation ..... 10
- Accounting Services Scope of Work ..... 10
- Master Service Agreement..... 11
- Payment, ACH Drafting..... 11
- Agreement Review, Modification, Termination ..... 11

# What WCG Offers as Your Advisor

Founded by Tina and Jason Watson in 2007, WCG is not a group of tax preparers or number crunchers- we are tax consultants and business advisors, and our firm will take you through the cycles of your personal and business lives. Many accountants are only compliance oriented, and while IRS compliance is critical, being proactive is equally important. Tax planning is our middle name.

Not every business runs the same or has the same needs. We want to ask the appropriate questions, listen, and develop a game plan that works for you, today and tomorrow. We dive deep into-

- ▲ customized business structures for tax efficiency, flexibility and protection
- ▲ operating agreements, structuring deals with investors
- ▲ reasonable shareholder salary determinations and defense
- ▲ tax advocacy, strategies and planning (bad news in August, OK... surprises in April, bad)
- ▲ business advisory services to leverage more from your business for you and your family
- ▲ industry analysis, KPI analysis, benchmarking and peer to peer comparison
- ▲ executive and fringe benefits
- ▲ retirement and estate planning (SEP IRA, 401k, defined benefits and cash balance plans)
- ▲ business valuations, buy-sell support and succession / exit strategies

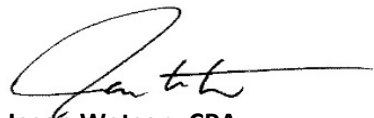
Square pegs don't go in round holes- we'll find the right solution for you and your business. We see far too many crazy schemes and half-baked ideas from attorneys and wealth managers. In some cases, they are good ideas. In most cases, all the entities, layering and mixed ownership is only the illusion of precision.

Moreover, our goal at WCG is to always prepare comprehensive and accurate financial reports, filings and tax returns, but equally important is your understanding of how this stuff "works". To the extent necessary, we want you to be comfortable with your tax and accounting world so together we can successfully plan for your future. We get to peek in for a handful of hours; you live it every day!

We are not salespeople; we are consultants. We are not putting lipstick on a pig expecting you to love it. Our job remains being professionally detached, giving you information including risk profiles and letting you decide.

If you ever find yourself not getting the service levels you expect or if you want to extend some gratitude to a member of our team, please do not hesitate to contact me directly at [jason@wcginc.com](mailto:jason@wcginc.com) or 719-428-3261. We will always make it right, right away!

Warm Regards,



**Jason Watson, CPA**  
**Partner**

# Your Leadership Team

What a good-looking bunch!



Tina Watson, CPA, CFP  
Partner



Jason Watson, CPA  
Partner



Jason Schneider, CPA  
Partner



Sally Rhoades, CPA, CFP  
Partner



Michelle Day, CPA, CFE  
Partner



Rachael Weber, CPA  
Partner



Megan Oeltjenbruns, CPA  
Partner



Karlee Tiesler  
Accounting Director



Amanda Patten, EA  
Biz Dev Director

We have over 65 tax consultants and business advisors ready to assist you. To see the rest of your amazing team please visit-

[wcginc.com/team](https://wcginc.com/team)

How is an Enrolled Agent different than a Certified Public Accountant? Good question! Check out our blog post on it (spoiler alert: Not much!)-

[wcginc.com/ea](https://wcginc.com/ea)

# Ideal Client Relationships

Since our client interactions are about relationships, WCG has a short list of expectations from our clients. We do not believe in the adage that the customer is always right. Sorry. This might seem harsh, but we have several good clients who are paying us to keep bad clients out of the fortress so we may leverage our resources correctly.

## Sense of Urgency

We expect clients to have a sense of urgency. As Tina Watson, founder of WCG, says, “We hope you value your business as much as we value your business.” In other words, we need clients to carve out time for us so we may do the job you’ve hired us to do. It doesn’t make any sense to hire a housekeeper but not provide access to the house.

## Collaborative Perspective

Our relationship isn’t a drive-thru transaction. We want to work together on understanding your business, tax and financial worlds. Sure, we have several clients who provide beautiful financial statements and we produce equally beautiful tax returns. At the same time, we prefer to review the financial statements, poke around a bit, ask some questions and collaborate with you to ensure the best advice is being offered and the best tax return is being prepared.

## Open Communication

We want you to be open and honest with us. We don’t like playing hide the ball or some silly guessing game. Accountants unfortunately do not have the same client privileges as attorneys, doctors and clergy enjoy. However, we’d rather have you tell us the truth in plain language so there is no confusion.

## Human Compassion

We are not machines. We are human beings who from time to time make mistakes and have bad days. While one of our favorite phrases is “We are all actors on a stage. We do not have bad days.” we expect the same compassion from you that we offer to you. The Golden Rule comes to mind.

## Trust and Verify

A lot of clients want to understand how things work. This is great, and we love teaching the basics. We truly do. However, please understand that a newbie CPA spent 6-7 years just to become a CPA and it is difficult to reduce all that knowledge into a singular conversation. We hope that our clients can get to a point where they trust the professionals they hire, and they verify the work product.

## Fiscal Responsibility

Taxes are a way of life. We are not interested in doing business with clients who do not believe in paying taxes or who do not have the fiscal responsibility to pay taxes. Yes, we want to minimize taxes. No kidding. It is your duty as an American citizen to pay the least amount of taxes allowed by law, and we will help you do that. At the same time, Franklin D. Roosevelt said in 1936, “Taxes, after all, are the dues that we pay for the privileges of membership in an organized society.”

Of the G20 countries, only South Korea, India, Mexico, Turkey, Canada, Indonesia, Brazil and Russia have lower personal income tax rates. We live in a great country. Pay your dues. Just not a penny more.

# 2023 Onboarding Services Provided

None

# 2024 Onboarding Services Provided

## 2024 Formation, Entity Governance

- Articles of Organization (\$625)
- State Filing Fee of \$50 for Colorado
- Future Annual Reports and Filings (**not** included but we can file if requested)
- Employer Identification Number (included)
- Single Member Operating Agreement (included)
- S Corp Election, Timely Election, Corporate Minutes for Adoption (included)
- Accountable Plan, Corporate Minutes for Adoption (included)

2024 Formation, Entity Governance Total Fee (one-time) \$675

## 2024 Payroll Setup or Transfer

Payroll Accounts Setup for 2024 **Q1 in Colorado** (\$550)

2024 Payroll Setup or Transfer Total Fee (one-time) \$550

\* First payroll will be **March** provided payroll account setup information is received by **February 1**. Delayed payroll or compressed payroll is deemed to be paid evenly throughout the year when viewed by the IRS and the state, regardless of when payroll processing actually starts.

## 2024 Accounting Setup or Transfer

QBO Setup (\$550)

2024 Accounting Setup or Transfer Total Fee (one-time) \$550

**2024 Total Onboarding Services (one-time) \$1,775**

# 2024 Onboarding Services Not Provided

2024 Retroactive Services

# Business Advisory Services

## Tax Planning and Preparation

- Tax Planning, Tax Projection Worksheets, **One Household**
- Annual Tax Reduction, Shifting and Deferral Analysis
- Small Business Tax Deductions Optimization
- Section 199A QBI Tax and Salary Optimization
- Estimated Income Taxes (via increased payroll withholdings)
- Business Entity Tax Prep, **One State**
- Individual Tax Prep (joint filing), **One Owner**
- Expat / Foreign Income Calcs (Form 2555, FBAR, Form 8938)
- Tax Resolution, Audit Defense
- Retirement Planning, Calculations
- Situational Tax Law Research (up to 3 hours annually)

Vail	Telluride	Aspen
✓	✓	✓
✓	✓	✓
✓	✓	✓
✓	✓	✓
✓	✓	✓
✓	✓	✓
✓	✓	✓
Add-On	Add-On	Add-On
As Req'd	As Req'd	As Req'd
Add-On	✓	✓
		✓

## Payroll and Accounting Services

- Reasonable Shareholder Salary Calculation (RCReports)
- Monthly Shareholder Payroll Processing (up to 3 shareholders)
- Employee Payroll Processing (bi-weekly, direct deposit)
- Annual Payroll Processing (W-2s, other filings, up to ten 1099's)
- Accounting Services (bookkeeping + analysis)
- Quarterly QuickBooks Consulting, QuickStart Launch

✓	✓	✓
✓	✓	✓
Add-On	Add-On	Add-On
✓	✓	✓
Add-On	Add-On	Add-On
Add-On	✓	✓

## Business Advisory Services

### Consulting

- Business Consultation, Periodic Business Reviews (PBR)
- Complimentary Quick Chats (CQC)
- CPA Concierge Services
- Interfacing with Lenders, Attorneys, Financial Planners

Annually	Routine	Routine
Routine	Routine	Routine
Add-On	Add-On	✓
	Routine	Routine

### Financial Analysis

- Fractional Controller (monitoring 3<sup>rd</sup> party bookkeeper)
- Quarterly Financial Statements Analysis, Comparisons
- Annual Cash Flow Management and Analysis
- Annual Budgeting, Forecasting, Goal Setting
- Annual First Research Reports, Industry-Focused Consulting
- Annual National and Metro Economic Reports
- KPI Analysis, Benchmarking, Hot Sheets, Trend Analysis

Add-On	Add-On	Routine
	✓	✓
		✓
	✓	✓
		✓
		✓

### Strategy and Maintenance

- C-Level Financial Advice and Strategic Planning (Fraction CFO)
- Succession Planning, Ownership Changes Consultation
- Annual Business Valuation
- Annual Corporate Governance, Resolutions, Meetings

		✓
		Routine
		✓
	✓	✓

**Annual Fee\***

**\$4,320**

**\$7,560**

**Custom**

**Monthly Fee\***

**\$360**

**\$630**

**Custom**

Unlike the modern-day new car packages, our Business Advisory Service plans can be customized specifically for you. The array above is simply a starting point. If you need more or less from us, let's chat about it!

# 2023 Customized Fees Summary

## 2023 Onboarding Fees

\$0

## 2023 Tax Preparation Fees (invoiced at completion)

2023 (due 2024) Mr. Slate Tax Returns (1040)	Starting at \$800
Add-On: Additional Tax Return Complexity	\$0
Subject to 2022 tax return review	

# 2024 Customized Fees Summary

## 2024 Onboarding Fees (one-time)

\$1,775

## 2024 Business Advisory Services

Selected Business Advisory Services Plan (BAS)	Vail
BAS Base Plan Fee 2024	\$4,320
2024 (due 2025) Slate Rock and Gravel Company Tax Returns (1120S)	Included
Add-On: Additional Tax Return Complexity	\$0
Subject to 2023 tax return review	
2024 (due 2025) Mr. Slate Tax Returns (1040)	Complimentary with Biz
Add-On: Additional Tax Return Complexity	\$0
Subject to 2023 tax return review	
BAS Annual Fee 2024	\$4,320
BAS Monthly Fee 2024 (prorated over 12 months)	\$360
Monthly Add-On: Employee Bi-Weekly Payroll, 2-5 Employees	\$175
Monthly Add-On: Accounting Services, Bookkeeping + Analysis	\$250
Monthly Add-On: CPA Concierge Priority Servicing	Not Included

## All-In Monthly Fee for 2024 (starting Jan 1, 2024)

\$785

## All-In Monthly Fee for 2025 (starting Jan 1, 2025)

\$785



# Deferred Onboarding, Fee Blending

Our Business Advisory Services are mostly annual fixed fees which include-

- ▲ Tax Return Preparation
- ▲ Payroll Planning, and
- ▲ Tax Planning

As such, our annual fee is not prorated but rather spread across the remaining months of the year. However, we offer discounts for delayed payroll processing.

When onboarding the tax planning / preparation service line during November or December, several end of year activities such as tax planning, year-end tax moves, officer compensation determination and Periodic Business Reviews (PBRs) are a fixed fee and therefore included in your one-time onboarding fees above.

## Next Steps, Promise Dates

We will complete the following promise dates table after this proposal is accepted and signed. During the onboarding process, you will be updated weekly or bi-weekly depending on the activities.

Structure, Formation	Week Of	Contact Person
Onboarding Meeting		Jason Watson, CPA
Business Formation Sent to State		Amanda Patten, EA
Business Formation Completed		Amanda Patten, EA
S Corp Election Sent to IRS		Amanda Patten, EA
Expected S Corp Acceptance		Amanda Patten, EA

Accounting Services	Week Of	Contact Person
Onboarding Meeting		Michelle Ihlefeldt, EA
Accounting Setup		Michelle Ihlefeldt, EA
Initial Financial Statement Delivered		Michelle Ihlefeldt, EA
QuickStart Setup	NA	

Payroll Processing	Week Of	Contact Person
Onboarding Meeting		Jason Watson, CPA
Payroll Accounts Opened		Payroll Team
Payroll Setup Complete with ADP		Payroll Team
First Payroll Run		Karlee Tiesler

Tax Planning, Preparation	Week Of	Contact Person
2023 Tax Intake for Preparation	As Necessary	Jason Watson, CPA
2024 Tax Planning Meeting		Jason Watson, CPA
Initial 2024 Tax Plan Delivered		Jason Watson, CPA

# Other Engagements

This proposal only includes the named business and owners above. Additional supplemental proposals will be presented should services beyond tax-only engagements be necessary.

By initialing, you acknowledge no **Other Engagements** are included

\_\_\_\_\_  
(initials)

# 2023 Tax Return Preparation

2024's tax returns (prepared in spring of 2025) will be included in the monthly fee as detailed above. However, tax return preparation for the 2023 tax year (prepared in 2024) will be invoiced separately. We are happy to explain further if this remains unclear.

By initialing, you acknowledge that the **monthly fee does NOT include 2023 tax return preparation**

\_\_\_\_\_  
(initials)

# Accounting Services Scope of Work

Accounting Services includes and is limited to-

Cadence	Bi-Monthly
Method	Cash
Number of Accounts	2
Number of Basic Accounts (ie, savings, money market)	0
Number of Transactions All Accounts	0-250
Sales Tax	No
Number of Sales Tax Jurisdictions	0
Personal Property Tax	No
Inventory Complexity	No
Multiple Classes, Locations	No
Industry Specific Issues	No
Franchise Situation	No
Software Integrations	No
Benefits / Retirement Packages	No

An Accounting Assessment has been performed prior to this proposal. This was conducted to assess the scope of accounting services (the table above), and any prior periods accounting to resolve material accounting discrepancies and / or bring accounting records current.

By initialing, you acknowledge the **Accounting Services Disclosure** above

\_\_\_\_\_  
(initials)

# Master Service Agreement

Please refer to our Master Service Agreement for additional terms, conditions and limitations-

[wcginc.com/msa](http://wcginc.com/msa)

By initialing, you acknowledge the **Master Service Agreement** above

\_\_\_\_\_  
(initials)

## Payment, ACH Drafting

Payment for our services will be automatically be debited from your checking account or charged to a credit card. Please rest assured that if you have a question about our fee or need to cancel our engagement, you can do so at any time. No phone menus. No hold times. No strong-arming. We also understand that auto-drafts pose a security risk to your money. We have the same concerns as well which is why we only use Canopy as our ACH and credit card processor.

Please use the link below to safely and securely setup payment information-

[wcginc.com/pay](http://wcginc.com/pay)

An email will be sent 5 days prior to the automatic payment. If you need to make other payment arrangements, please let us know right away- we can always work with you on fluctuating cash crunches.

Should a payment be returned as NSF or not honored, you will receive an email from our payment processor alerting you. They will automatically attempt to re-process in 5 days. If you need to update your payment information, please use the link above.

If non-recurring additional fees or charges are incurred under \$250, we will provide an invoice and then draft 3 days later. This will provide sufficient time for discussion and clarification should it be necessary. All other additional fees or charges will be discussed and explicitly agreed to before processing any payments.

By initialing, you authorize WCG to automatically collect payments as appropriate

\_\_\_\_\_  
(initials)

## Agreement Review, Modification, Termination

This agreement is subject to periodic reviews every 90 days, and at that time fees might be adjusted to reflect a new scope of work. For example, if additional accounts have been added or remove such as a credit card account, that might warrant a fee adjustment. Also, from time to time we will update our terms and conditions, and send those to you separately.

You may cancel our service at any time after 90 days from the first payment date not including onboarding fees. Any prepaid services not completed will be refunded depending on partial progress. Any fees collected that were attributed to prepaid tax preparation services will be refunded at 75% (unless we prepare them post-termination).

Mid-period cancellations still require payroll forms to be prepared and filed. We will work with you on the transition, and additional fees associated with payroll filings might be incurred. In addition, upon termination of payroll service you will be responsible for year-end processing, and annual payroll filings such as W-3s, 940s, etc.

We will always assist in the transfer of payroll service to another provider, preparing year-end and annual filings, and / or termination of payroll service).

The proposal is through **December 31, 2025** and will automatically renew at our current fees less legacy client discounts.

Presented by WCG:

*Amanda Patten*

\_\_\_\_\_  
Amanda Patten, EA, Business Development

Dated : **July 3, 2024**

Accepted by Mr. Slate for Slate Rock and Gravel Company:

\_\_\_\_\_  
Client Signature

Dated : **July 3, 2024**