

RESOLUTION NO. 2009 - 013

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF SOUTHWEST RANCHES, FLORIDA APPROVING THE FIRST MODIFICATION TO THE INDEPENDENT CONTRACTOR AGREEMENT WITH ELBERT WRAINS, D/B/A GOVERNMENT FINANCE CONSULTANTS INC., FOR ASSISTANT TOWN ADMINISTRATOR SERVICES, ESTABLISHING A REVISED COMPENSATION AND BENEFITS FOR SERVICES AS INTERIM TOWN ADMINISTRATOR; AUTHORIZING THE MAYOR, TOWN ADMINISTRATOR AND TOWN ATTORNEY TO ENTER INTO THE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, on August 27, 2008, Town Administrator Christopher J. Russo submitted a letter to the Town Council terminating his contract with the Town, with an effective date of September 30, 2008; and

WHEREAS, on September 11, 2008, Mr. Russo appointed the then current Assistant Town Administrator, Elbert Wrains, as the Interim Town Administrator effective September 27, 2008; and

WHEREAS, since his appointment, Mr. Wrains has been fulfilling the duties and responsibilities of the Town Administrator as set forth by the Town Council and the Town Charter; and

WHEREAS, the Town Council has determined that it is in the best interest of the Town to retain Mr. Wrains in his capacity as Interim Town Administrator until such time as a permanent Town Administrator can be appointed; and

WHEREAS, this First Modification to the Agreement is necessary in order to amend the compensation and benefits for his services as Interim Town Administrator; and

NOW, THEREFORE, BE IT RESOLVED by the Town Council of the Town of Southwest Ranches, Florida:

Section 1: The above referenced recitals are true and correct and are incorporated herein by reference.

Section 2: The Town Council hereby approves the First Modification to the Independent Contractor Agreement with Elbert Wrains d/b/a/ Government Finance Consultants, Inc., for Interim Town Administrator Services, establishing a revised compensation and benefits for services as Interim Town Administrator.

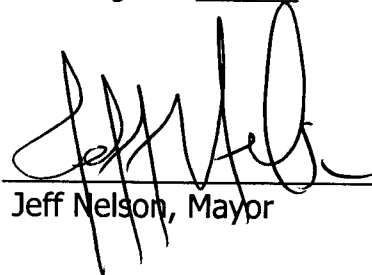
Section 3: The Town Council hereby authorizes the Mayor, Town Administrator and Town Attorney to enter into this First Modification to the Agreement in substantially the same form as that attached hereto as Exhibit "A" and to make such modifications, additions and/or deletions which they deem necessary to effectuate the intent of this Resolution.

Section 4: This Resolution shall become effective immediately upon its adoption.

PASSED AND ADOPTED by the Town Council of the Town of Southwest Ranches, Florida, this 4th day of December 2008, on a motion by Council Member Freddy Fisikelli and seconded by Council Member Aster Knight.


Nelson	<u> N </u>
Breitkreuz	<u> Y </u>
Fisikelli	<u> Y </u>
Knight	<u> Y </u>
McKay	<u> N </u>

Ayes	<u> 3 </u>
Nays	<u> 2 </u>
Absent	<u> 0 </u>
Abstaining	<u> 0 </u>



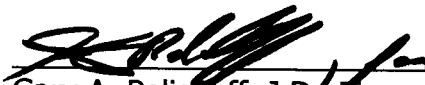
Jeff Nelson, Mayor

Attest:



Susan A. Owens, CMC, Town Clerk

Approved as to Form and Correctness:



Gary A. Poliakoff, J.D., Town Attorney
FTL_DB: 1151476_1

FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT entered into as of the ____ day of December, 2008 between the Town of Southwest Ranches, a municipal corporation of the State of Florida (the "TOWN") and Elbert Wrains. (D/B/A Government Finance Consultants), a corporation of the State of Florida ("Consultant"), for the purpose of amending the Agreement between the Town and Consultant dated January 2, 2008 (the "Original Agreement").

WITNESSETH:

WHEREAS, on September 27, 2007, the Town approved the fiscal year 2007-2008 budget, which allocated funds for a part-time Acting Assistant Town Administrator; and

WHEREAS, on November 1, 2007, the Town adopted Resolution 2008-011, approving an agreement with Consultant for Assistant Town Administrator Services; and

WHEREAS, Consultant entered into an agreement with the Town on January 2, 2008; and

WHEREAS, in September 2008 the Town's Administrator resigned naming Consultant as the Interim Town Administrator; and

WHEREAS, Consultant and Town desire to amend the Original Agreement to reflect additional consideration for the interim period and to increase the consideration for Assistant Administrator services.

NOW THEREFORE, for and in consideration of the premises and for Ten Dollars (\$10.00) and for other good and valuable consideration the receipt and sufficiency whereof is hereby acknowledged, the parties hereto agree that the Original Agreement shall be amended as follows:

1. The foregoing recitals are true and correct.
2. Section 2 "Compensation" shall be amended as follows:

Section 2: Compensation

2.0 In the event that Consultant is requested to perform the duties of Interim Town Administrator, compensation shall be paid at a rate of Six Thousand Six Hundred and Sixty Six Dollars and Sixty Seven cents (\$6,666.67) twice a month on the first and fifteenth day of each month. Said amount shall be prorated if

Consultant's duties are terminated within the payment period. In the event that Consultant is requested to perform the duties of Interim Town Administrator, subject to the written approval of the Town's Mayor, Consultant shall be entitled to take twenty (20) paid time off days per year, which year shall be calculated based upon the date Consultant is designated Interim Town Administrator. Any days not utilized shall be lost and shall not transfer to the next year. Further, Administrator shall not receive any additional compensation for days not utilized. Paid time off shall include sick, personal, and vacation days. Any days missed in excess of the twenty (20) paid time off days may be taken without compensation, provided Administrator receives the formal approval of the Town Council.

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3. All other terms and conditions not modified herein shall remain of full force and effect and binding on the parties.

IN WITNESS WHEREOF, this Modification is accepted and executed as of this ____ day of December, 2008.

TOWN

TOWN OF SOUTHWEST RANCHES

ATTEST:

Susan A. Owens, Town Clerk

Jeff Nelson, Mayor

APPROVED AS TO FORM AND
CORRECTNESS:

By _____
Gary A. Poliakoff, J.D., Town Attorney
FTL_DB: 1151125_1

CONSULTANT

WITNESS:

Elbert Wrains
D/B/A Government Finance Consultants, Inc.

Elbert Wrains

Dated this ____ of December 2008.

FTL_DB: 1151125_1