

RESOLUTION NO. 2010 - 083

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF SOUTHWEST RANCHES, FLORIDA, APPROVING THE FIFTH MODIFICATION TO THE AGREEMENT WITH WINNINGHAM & FRADLEY, INC.; EXTENDING THE AGREEMENT UNTIL JANUARY 19, 2011; REDUCING ALL CONTRACTUAL HOURLY RATES BY TEN PERCENT (10%); AUTHORIZING THE MAYOR, TOWN ADMINISTRATOR, AND TOWN ATTORNEY TO ENTER INTO THE FIFTH MODIFICATION TO THE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, on June 22, 2004, in furtherance of Florida Statutes § 287.055, the Town published a request for letters of interest seeking qualified vendors for the Town's Infrastructure Management Services; and

WHEREAS, on November 10, 2004, the Town Council approved the ranking of the responses and ranked Winningham & Fradley, Inc. ("Consultant") and Rhon Ernest-Jones Consulting Engineers, Inc., as the highest ranked firms for the Town's Infrastructure Management Services; and

WHEREAS, acknowledging that each firm had certain specializations, Consultant and Rhon Ernest-Jones Consulting Engineers, Inc., agreed to combine the award; and

WHEREAS, on December 9, 2004, and pursuant to Resolution No. 2005-024, the Town Council approved an agreement with Consultant to provide certain Infrastructure Management Services; and

WHEREAS, on April 16, 2009, the Town Council approved the Second Modification to the Agreement, pursuant to Resolution No. 2009-058, which extended the term through September 30, 2009; and

WHEREAS, the Second Modification to the Agreement also revised the hourly rate schedule and required the issuance of purchase orders; and

WHEREAS, on October 1, 2009, pursuant to Resolution No. 2010-004, the Town Council approved the Third Modification to the Agreement, which extended the Agreement through April 1, 2010; and

WHEREAS, on April 1, 2010, pursuant to Resolution No. 2010-049, the Town Council approved the Fourth Modification to the Agreement, which extended the Agreement through August 5, 2010; and

WHEREAS, the Town desires to extend Consultant's Agreement through January 19, 2011; and

WHEREAS, Consultant has agreed to reduce all of its contractual hourly rates delineated in its 2005 Agreement by ten percent (10%); and

WHEREAS, this Resolution and the attached Fifth Modification to the Agreement seek to effectuate the extension as described herein.

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 Fifth Modification to the Agreement between the Town of Southwest Ranches and Winningham & Fradley, Inc., which extends the term of the Agreement until January 19, 2011, and reduces all contractual hourly rates by ten percent (10%), as delineated in Exhibit "A", which has been attached hereto and is incorporated herein by reference.

Section 3. The Town Council hereby authorizes the Mayor, Town Administrator and Town Attorney to enter into the Fifth 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 and proper to effectuate the intent of this Resolution.

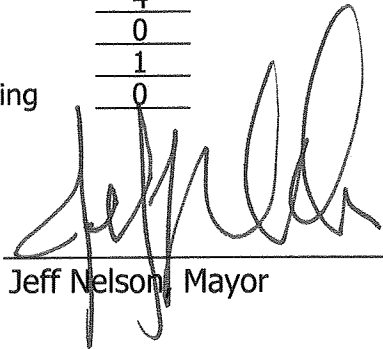
Section 4. That this Resolution shall become effective immediately upon its adoption.

[Signatures on Following Page]


PASSED AND ADOPTED by the Town Council of the Town of Southwest Ranches, Florida, this 4th day of August 2010, on a motion by Council Member Fisikelli and seconded by Vice Mayor Knight.

Nelson	<u>AYE</u>
Knight	<u>AYE</u>
Breitkreuz	<u>AYE</u>
Fisikelli	<u>AYE</u>
McKay	<u>Absent</u>

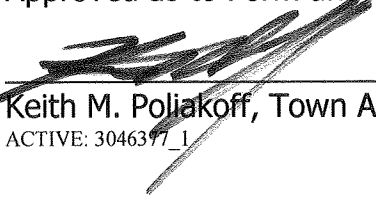
Ayes	<u>4</u>
Nays	<u>0</u>
Absent	<u>1</u>
Abstaining	<u>0</u>



Jeff Nelson, Mayor

ATTEST:


Debra Dore'-Thomas, CMC, Town Clerk

Approved as to Form and Correctness:


Keith M. Poliakoff, Town Attorney
ACTIVE: 3046397_1

EXHIBIT "A"

FIFTH MODIFICATION TO AGREEMENT

18th **THIS FIFTH MODIFICATION TO AGREEMENT** entered into as of the day of August, 2010 between the Town of Southwest Ranches, a municipal corporation of the State of Florida (the "Town") and Winningham & Fradley, Inc., a corporation of the State of Florida ("Consultant"), for the purpose of extending the Agreement between the Town and Consultant effective May 2, 2005 (the "Original Agreement").

WITNESSETH:

WHEREAS, on June 22, 2004, in furtherance of Florida Statutes §287.055, the Town published a request for letters of interest seeking qualified vendors for the Town's Infrastructure Management Services; and

WHEREAS, on November 10, 2004 the Town Council approved the ranking of the responses and ranked Winningham & Fradley, Inc. ("Consultant") and Rhon Ernest-Jones Consulting Engineers, Inc., as the highest ranked firms for the Town's Infrastructure Management Services; and

WHEREAS, acknowledging that each firm had certain specializations, Consultant and Rhon Ernest-Jones Consulting Engineers, Inc., agreed to combine the award; and

WHEREAS, on December 9, 2004, and pursuant to Resolution No. 2005-024, the Town Council approved an agreement with Consultant to provide certain Infrastructure Management Services; and

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WHEREAS, on April 1, 2010, pursuant to Resolution No. 2010-049, the Town Council approved the Fourth Modification to the Agreement, which extended the Agreement through August 5, 2010; and

WHEREAS, both parties desire to extend Consultant's Agreement through January 19, 2011; and

WHEREAS, Consultant has agreed to reduce all of its contractual hourly rates delineated in its 2005 Agreement by ten percent (10%);

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 4.1 of Section 4 "TERM" shall be amended to read as follows:

4.1 TOWN and CONSULTANT agree that this Agreement shall be in full force and effect until ~~August 5,~~ January 19, 2011, commencing upon the Effective Date of this Agreement, which shall be the date the last party signs this Agreement. Based upon the approval of the Town Council, this Agreement may be extended for additional time periods.

3. Exhibit "B" shall be amended to reflect that all of CONSULTANT'S contractual hourly rates delineated in Exhibit "B" shall be reduced by ten percent (10%).

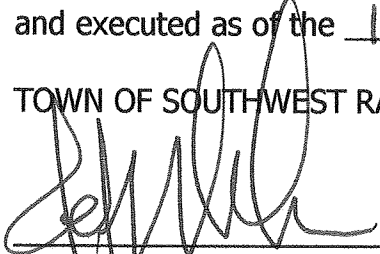
4. All other terms and conditions not modified herein shall remain of full force and effect and binding on the parties.

[Signatures on Following Page]


IN WITNESS WHEREOF, this Extension and Modification is accepted and executed as of the 18th day of August, 2010.

TOWN OF SOUTHWEST RANCHES


WINNINGHAM & FRADLEY, INC.



Jeff Nelson, Mayor



Werner T. Vaughan, Secretary
8/13/10


Attest:


Debra Doré-Thomas, CMC, Town Clerk



Witness

Approved as to form and correctness:



Keith M. Poliakoff, Town Attorney
ACTIVE: 3046377_1

July 28, 2010

Mr. Charles Lynn
City Administrator
Town of Southwest Ranches
6589 SW 160 Avenue
Southwest Ranches, FL 33331

RE: Agreement between the Town of Southwest Ranches and W&F
Project Number 01027

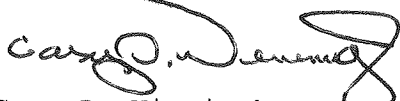
Dear Charles:

As discussed with members of your staff, Winningham and Fradley, Inc. will reduce the hourly rates listed in the agreement between the Town of Southwest Ranches and Winningham & Fradley Inc. by 10% (ten percent). This reduction will remain in effect until September 2011.

If you have any questions or require any additional information, please do not hesitate to call our office.

Sincerely,

WINNINGHAM & FRADLEY, INC.



Cary D. Winningham, P.E., P.S.M.

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RECEIVED

AUG - 3 2010