

**RESOLUTION NO. 20-06-48**

**A RESOLUTION OF THE VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA APPROVING THE FIRST AMENDMENT TO WORK AUTHORIZATION NO. 6 BETWEEN WADE TRIM, INC. AND ISLAMORADA, VILLAGE OF ISLANDS TO PROVIDE FDEP PERMITTING AND CONNECTION ASSISTANCE SERVICES, BUILDING AND PLANNING DEPARTMENT REVIEW SERVICES, WASTEWATER OPERATIONS SERVICES, CONSTRUCTION ENGINEERING SERVICES AND GENERAL ENGINEERING SERVICES FOR FY 2019-2020 FOR THE VILLAGE WASTEWATER UTILITY; AUTHORIZING VILLAGE OFFICIALS TO IMPLEMENT THE TERMS AND CONDITIONS OF WORK AUTHORIZATION NO. 6; AUTHORIZING THE VILLAGE MANAGER TO EXPEND BUDGETED FUNDS; AUTHORIZING THE VILLAGE MANAGER TO EXECUTE THE AMENDMENT TO THE WORK AUTHORIZATION; AND PROVIDING FOR AN EFFECTIVE DATE**

**WHEREAS**, on June 4, 2015, Islamorada, Village of Islands (the "Village") entered into a Continuing Services Agreement (the "Agreement") with Wade Trim, Inc. ("Wade Trim") for engineering services; and

**WHEREAS**, on October 24, 2019, the Village Council of Islamorada, Village of Islands (the "Village Council") passed and adopted Resolution No. 19-10-100, thereby approving Project Agreement/Work Authorization No. 6, under the Agreement at a not-to-exceed amount of \$133,666.00 for fiscal year 2019-2020; and

**WHEREAS**, through an email dated May 12, 2020, Wade Trim advised the Village that by the end of June, 2020, the not-to-exceed amount of \$133,666.00 for FY 19-20 would be met, and that Wade Trim was requesting an increase in the not-to-exceed amount by \$55,000.00 to \$188,666.00 through September 30, 2020 in order to provide the necessary services; and

**WHEREAS**, the Village and Wade Trim desire to enter into the First Amendment to Work Authorization No. 6 (the "First Amendment"), for the aforementioned services; and

**WHEREAS**, the Village Council finds that approval of the First Amendment to Work Authorization No. 6 is in the best interest of the Village.

**NOW, THEREFORE, BE IT RESOLVED BY THE VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA, AS FOLLOWS:**

**Section 1.**    **Recitals.**    The above recitals are true and correct and incorporated into this Resolution by this reference.

**Section 2.**    **Approval of Amendment.**    The Village Council hereby approves the First Amendment to Work Authorization No. 6 between Wade Trim and the Village, a copy of which is attached as Exhibit "A," together with such non-material changes as may be acceptable to the Village Manager and approved as to form and legality by the Village Attorney.

**Section 3.**    **Authorization of Village Officials.**    The Village Manager and/or his designee and the Village Attorney are authorized to take all actions necessary to implement the terms and conditions of the Work Authorization.

**Section 4.**    **Authorization of Fund Expenditure.** Notwithstanding the limitations imposed upon the Village Manager pursuant to the Village's Purchasing Procedures Ordinance, the Village Manager is authorized to expend budgeted funds to implement the terms and conditions of the Authorization.

**Section 5.**    **Execution of Documents.**    The Village Manager is authorized to execute the First Amendment on behalf of the Village, to execute any required agreements and/or documents to implement the terms and conditions of the First Amendment and to execute any extensions and/or amendments to the First Amendment, subject to the approval as

to form and legality by the Village Attorney.

**Section 6.      Effective Date.** This Resolution shall take effect immediately upon adoption.

Motion to adopt by Vice Mayor Ken Davis, second by Councilwoman Deb Gillis.

**FINAL VOTE AT ADOPTION**

**VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS:**

Mayor Mike Forster	YES
Vice Mayor Ken Davis	YES
Councilwoman Deb Gillis	YES
Councilman Jim Mooney	YES
Councilman Chris Sante	YES

**PASSED AND ADOPTED** this 18th day of June, 2020.



MIKE FORSTER, MAYOR

ATTEST:



KELLY TOTH, VILLAGE CLERK

APPROVED AS TO FORM AND  
LEGALITY FOR THE USE AND BENEFIT  
OF ISLAMORADA, VILLAGE OF ISLANDS:



ROGET V. BRYAN, VILLAGE ATTORNEY

FIRST AMENDMENT TO PROJECT AGREEMENT  
BETWEEN  
ISLAMORADA, VILLAGE OF ISLANDS  
AND  
WADE TRIM, INC.  
FOR  
WORK AUTHORIZATION NO. 6

**This First Amendment** to the Project Agreement for Work Authorization No. 6 (the "First Amendment") is made and entered into this 29<sup>th</sup> day of June, 2020, by and between **ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA**, a Florida municipal corporation (the "VILLAGE") and **WADE TRIM, INC.**, A Florida corporation (the "CONSULTANT").

The VILLAGE and CONSULTANT previously entered into a Project Agreement for Work Authorization No. 6, dated October 1, 2019 (the "Project Agreement"), pursuant to the provisions contained in the "Continuing Services Agreement" between the VILLAGE and CONSULTANT dated June 4, 2015 (the "Continuing Services Agreement"). This First Amendment restates and duplicates the Project Agreement in all respects other than as reflected in strike-through/add format below reflecting the changes made by this First Amendment. Other than as set forth in strike-through/add format herein, the terms of the Project Agreement remain the same as set forth previously and in full force and effect as originally written.

This First Amendment amends the Payment Schedule and constitutes and is deemed a "Change Order," as defined and required in the Continuing Services Agreement.

**NOW, THEREFORE**, in consideration of the mutual covenants and conditions set forth in this First Amendment, the parties hereby amend the Project Agreement as follows:

**Section 1. Amendment to Agreement.** The Agreement is amended to read as follows:

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**SECTION 4. AMOUNT, BASIS AND METHOD OF COMPENSATION**

4.1 **Hourly Not to Exceed Compensation.** VILLAGE agrees to pay CONSULTANT as compensation for performance of all services described in Exhibit "2" **AT CONSULTANT'S HOURLY RATES, UP TO A MAXIMUM AMOUNT NOT TO EXCEED \$130,666.00 \$188,666.00, FOR THE 2019-2020 FISCAL YEAR AS SHOWN IN EXHIBIT 3.**

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**Section 2. No Further Modifications.** All other terms and conditions of the existing Agreement not in conflict or superseded by this First Amendment shall remain in full force and effect as if set forth herein.

**Section 3. Effective Date.** This First Amendment shall be effective on June 18, 2020.

**IN WITNESS WHEREOF**, the parties execute this First Amendment on the respective dates under each signature: The Village, signing by and through its Village Manager, attested to by its Village Clerk, and by CONSULTANT by and through its principal.

Attest:

**ISLAMORADA, VILLAGE OF ISLANDS**

Kelly S. Toth  
Kelly Toth, Village Clerk

By: Seth Lawless  
Seth Lawless, Village Manager

Date: 6-22-20

**WADE TRIM, INC.**

By: Thomas S. Brz  
Thomas S. Brzezinski, P.E.  
Executive Vice President

6/29/20  
Date

\_\_\_\_\_  
Witness

