

RESOLUTION NO. 20-01-02

**A RESOLUTION OF THE VILLAGE COUNCIL OF
ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA,
APPROVING A SECOND AMENDMENT TO PROJECT
AGREEMENT WITH WOOD ENVIRONMENT &
INFRASTRUCTURE SOLUTIONS, INC.; AUTHORIZING
THE VILLAGE MANAGER TO EXPEND BUDGETED
FUNDS; AUTHORIZING THE VILLAGE MANAGER TO
EXECUTE THE PROJECT AGREEMENT; AND PROVIDING
FOR AN EFFECTIVE DATE**

WHEREAS, Islamorada, Village of Islands (the “Village”) has a current Continuing Services Agreement (“CSA”) with Wood Environment & Infrastructure Solutions, Inc. (“Wood”) for Engineering Services, Canal Restoration Projects and Environmental Permitting and Support; and

WHEREAS, under the CSA, a Project Agreement (Work Authorization No. 2) was issued by the Village on December 14, 2018 for professional engineering services for a two-phase project within Canal 132 (Plantation Lake Estates): 1) Air Curtain Design and Permitting, and 2) Gravity Flow Injection Well Conceptual Design, for a not-to-exceed amount of \$50,000.00; and

WHEREAS, on July 18, 2019 the Village Council adopted Resolution 19-07-45, thereby approving a First Amendment to this Project Agreement which revised the scope of services and deliverables of Work Authorization No. 2; and

WHEREAS, this First Amendment revised the project scope to remove ‘Air Curtain Design and Permitting’ and to proceed with design and permitting of the gravity flow injection well; and

WHEREAS, the Project is not expected to be completed until January 2022 and Work Authorization No. 2 terminated on December 31, 2019; and

WHEREAS, the Village needs the continued services of Wood throughout the duration of the project, and the estimated cost of this project remains unchanged; and

WHEREAS, the Village Council has determined that a Second Amendment to the Project Agreement (Exhibit A) to extend the expiration date through the term of the CSA to September 14, 2021 is in the best interests 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 herein by this reference.

Section 2. **Approval of Second Amendment.** The Village Council hereby approves the Second Amendment attached hereto as Exhibit "A" and authorizes the Village Manager to execute the Second Amendment.

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

Section 4. **Authorization of Fund Expenditure.** Notwithstanding the limitations imposed upon the Village Manger 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 amended Agreement.

Section 5. **Effective date.** This Resolution shall take effect immediately upon its adoption.

Motion to adopt by Councilwoman Deb Gillis, seconded by Councilman Jim Mooney.

FINAL VOTE AT ADOPTION

VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS

Mayor Mike Forster	YES
Vice Mayor Ken Davis	ABSENT
Councilwoman Deb Gillis	YES
Councilman Jim Mooney	YES
Council Seat 2 -vacant	

PASSED AND ADOPTED ON THIS 9th DAY OF JANUARY, 2020.



MIKE FORSTER, MAYOR

ATTEST:

Kelly S. Toth
KELLY TOTH, VILLAGE CLERK

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


ROGET V. BRYAN, VILLAGE ATTORNEY

EXHIBIT A

**SECOND AMENDMENT TO
PROJECT AGREEMENT**
Between
ISLAMORADA, VILLAGE OF ISLANDS
And
WOOD ENVIRONMENT & INFRASTRUCTURE SOLUTIONS, INC.
For
Work Authorization No. 2

This Second Amendment to Work Authorization No. 2 under a Continuing Services Agreement (the "Second Amendment") is made and entered into this 15th day of January 2020, between Islamorada, Village of Islands ("VILLAGE") and Wood Environment & Infrastructure Solutions, Inc. ("CONSULTANT").

WHEREAS, the VILLAGE and CONSULTANT entered into a Continuing Services Agreement ("CSA") for professional services for various engineering and Islamorada canal restoration projects dated September 14, 2018; and

WHEREAS, the VILLAGE and CONSULTANT entered into a Project Agreement (Work Authorization No. 2 under the CSA) for engineering services for canal restoration projects and environmental permitting and support services dated December 14, 2018, with a not-to-exceed amount of Fifty Thousand and no/100 Dollars (\$50,000.00); and

WHEREAS, the VILLAGE Council approved a first amendment to the Project Agreement on July 18, 2019 revising the scope of services and deliverables due to a change in the work plan; and

WHEREAS, the Work Authorization No. 2 terminated on December 31, 2019 and the VILLAGE needs the continued services of CONSULTANT to complete the Canal 132 restoration project; and

WHEREAS, the VILLAGE and CONSULTANT desire to enter into this Second Amendment to extend the termination date of the Project Agreement to September 14, 2021;

NOW THEREFORE, in consideration of mutual promises, covenants and contracts stated herein, and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, VILLAGE and CONSULTANT hereby agree as follows:

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

3.1 Term. This Project Agreement shall commence on the date this Agreement is fully executed by all parties and shall continue in full force and effect through, December 31, 2019, September 14, 2021, unless otherwise terminated pursuant to Section 6 or other applicable provisions of this Project Agreement. ~~The Village Manager may extend the term of this Agreement through written notification to the~~

~~CONSULTANT. Such extension shall not exceed (30) days.~~ No further extensions of this Agreement shall be effective unless authorized by the Village Council.

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

(This Space is Intentionally Left Blank.)

IN WITNESS WHEREOF, the parties hereto have accepted, made and executed this First Amendment upon the terms and conditions above stated on the day and year first above written.

Attest:

ISLAMORADA, VILLAGE OF ISLANDS

Kelly S. Toth
Kelly Toth, Village Clerk

By: Seth Lawless
Seth Lawless, Village Manager

Date: January 13, 2020

Approved as to Form and Legality
for the Use and Benefit of Islamorada,
Village of Islands only



Roget V. Bryan, Village Attorney

**WOOD ENVIRONMENT &
INFRASTRUCTURE SOLUTIONS, INC.**

By: Ricardo Fraxedas
Ricardo Fraxedas
Office Manager

Date: 1/15/2020