

**RESOLUTION NO. 2010 - 049**

**A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF SOUTHWEST RANCHES, FLORIDA, APPROVING THE FOURTH MODIFICATION TO THE AGREEMENT WITH WINNINGHAM & FRADLEY, INC.; EXTENDING THE AGREEMENT UNTIL AUGUST 5, 2010; AUTHORIZING THE MAYOR, TOWN ADMINISTRATOR, AND TOWN ATTORNEY TO ENTER INTO THE FOURTH 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 Manager 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**, the Town desires to extend Consultant's Agreement through August 5, 2010; and

**WHEREAS**, this Resolution and the attached Fourth 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 Fourth Modification to the Agreement between the Town of Southwest Ranches and Winningham & Fradley, Inc., which extends the term of the Agreement until August 5, 2010, as delineated in Exhibit "A", which has been attached hereto and is incorporated herein by reference.

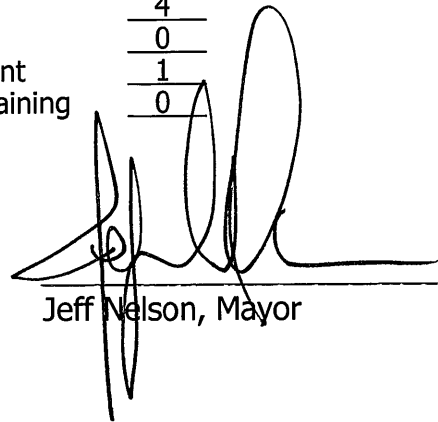
**Section 3.** The Town Council hereby authorizes the Mayor, Town Administrator and Town Attorney to enter into the Fourth Modification to the Agreement in substantially the same form as that attached hereto as Exhibit "A" and to make such modifications, additions and/or deletions which they deem necessary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

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

**PASSED AND ADOPTED** by the Town Council of the Town of Southwest Ranches, Florida, this 1<sup>st</sup> day of April 2010, on a motion by Council Member Fisikelli and seconded by Council Member Breitkreuz.

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

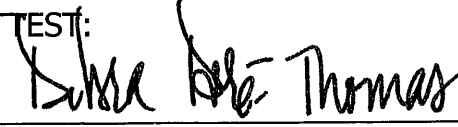
Ayes	<u>4</u>
Nays	<u>0</u>
Absent	<u>1</u>
Abstaining	<u>0</u>



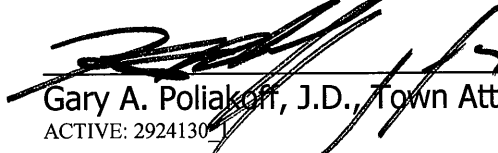
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Jeff Nelson, Mayor

ATTEST:

  
Debra Dore'-Thomas, CMC, Town Clerk

Approved as to Form and Correctness:

  
Gary A. Poliakov, J.D., Town Attorney  
ACTIVE: 2924130

**EXHIBIT "A"**

**FOURTH MODIFICATION TO AGREEMENT**

**THIS FOURTH MODIFICATION TO AGREEMENT** entered into as of the 16<sup>th</sup> day of April, 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 Manager 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**, both parties desire to extend Consultant's Agreement through August 5, 2010; and

**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 ~~April 1~~ August 5, 2010, 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.

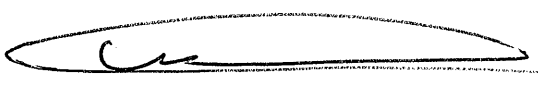
3. All other terms and conditions not modified herein shall remain of full force and effect and binding on the parties.

**IN WITNESS WHEREOF**, this Extension and Modification is accepted and executed as of the 16<sup>th</sup> day of April, 2010.


TOWN OF SOUTHWEST RANCHES

WINNINGHAM & FRADLEY, INC.

  
\_\_\_\_\_  
Jeff Nelson, Mayor

  
\_\_\_\_\_  
Werner T. Vaughan, Vice President  
**SECRETARY**

Attest:

  
\_\_\_\_\_  
Debra Dore'-Thomas, CMC, Town Clerk

  
\_\_\_\_\_  
Witness

Approved as to form and correctness:

  
\_\_\_\_\_  
Witness

  
\_\_\_\_\_  
Gary A. Poliakoff, Town Attorney

ACTIVE: 2924130\_1