

**RESOLUTION NO. 18-10-101**

**A RESOLUTION OF THE VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA, APPROVING THE NINTH AMENDMENT TO THE PROFESSIONAL STATE LOBBYING CONSULTING SERVICES AGREEMENT BETWEEN ISLAMORADA, VILLAGE OF ISLANDS, AND PEEBLES, SMITH & MATTHEWS, INC. F/K/A PEEBLES AND SMITH, INC., TO PROVIDE PROFESSIONAL STATE LOBBYING SERVICES; AUTHORIZING VILLAGE OFFICIALS TO IMPLEMENT THE TERMS AND CONDITIONS OF THE NINTH AMENDMENT; AUTHORIZING THE VILLAGE MANAGER TO EXPEND BUDGETED FUNDS; AUTHORIZING THE VILLAGE MANAGER TO EXECUTE THE NINTH AMENDMENT; AND PROVIDING FOR AN EFFECTIVE DATE**

**WHEREAS**, on April 16, 2010, Islamorada, Village of Islands (the “Village”) adopted Resolution 10-04-29, thereby retaining the services of William J. Peebles, P.A. (“Peebles”) for Professional State Lobbying Services following a Request for Qualifications process, formal ranking procedure, approval by the Village Council and negotiation of an agreement; and

**WHEREAS**, the Village subsequently entered into a full year Professional State Lobbyist Consulting Services Agreement (the “Agreement”) with Peebles, and First, Second, Fourth, Fifth Sixth, Seventh and Eighth Amendments to the Agreement to extend the term of the Agreement by successive one (1) year periods and a Third Amendment to the Agreement to authorize an additional professional lobbyist to perform the services under the Agreement; and

**WHEREAS**, the intent of the State Lobbying Services is to represent the Village’s interests with regard to all Florida legislative issues and especially those related to wastewater and related funding matters; and

**WHEREAS**, in accordance with the provisions of the Agreement, the Village has the option to extend the term of the Agreement for successive one (1) year periods at a mutually agreed upon rate; and

**WHEREAS**, the current term of the Agreement expires on October 31, 2018; and

**WHEREAS**, Peebles has agreed to provide the services described in the Agreement for

an additional one (1) year period; and

**WHEREAS**, on October 31, 2017, Peebles & Smith, Inc. formally changed its name to Peebles, Smith and Matthews, Inc. and the Village and Peebles desire to amend the Agreement to reflect the corporate name change; and

**WHEREAS**, the Village Council finds that approval of the Ninth Amendment to the Agreement (“Ninth Amendment”) attached hereto 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 Ninth Amendment.** The Village Council hereby approves the Ninth Amendment to the Agreement between Peebles and the Village to provide Professional State Lobbying services, a copy of which together 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 Ninth Amendment.

**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 Ninth Amendment.

**Section 5. Execution of Ninth Amendment.** The Village Manager is hereby authorized to execute the Ninth Amendment on behalf of the Village, to execute any required agreements and/or documents to implement the terms and conditions of the Ninth Amendment and to execute any extensions and/or amendments to the Ninth 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 Deb Gillis, second by Councilman Mike Forster.

**FINAL VOTE AT ADOPTION**

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

Mayor Chris Sante	YES
Vice Mayor Deb Gillis	YES
Councilman Mike Forster	YES
Councilman Jim Mooney	YES
Councilwoman Cheryl Meads	YES

**PASSED AND ADOPTED 18<sup>TH</sup> DAY OF OCTOBER, 2018.**

  
\_\_\_\_\_  
CHRIS SANTE, 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

**NINTH AMENDMENT TO  
PROFESSIONAL STATE LOBBYING CONSULTING SERVICES AGREEMENT  
ISLAMORADA, VILLAGE OF ISLANDS  
AND  
PEEBLES, SMITH & MATTHEWS, INC. f/k/a PEEBLES & SMITH, INC.**

This Ninth Amendment to the Professional Services Agreement (the "Ninth Amendment") made and entered into this 30<sup>th</sup> day of October, 2018 between **PEEBLES, SMITH & MATTHEWS, INC. f/k/a PEEBLES & SMITH, INC.**, a Florida Corporation, (the "Consultant"), and the Village Council of ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA, a Florida municipal corporation, (the "Village").

**WHEREAS**, the Consultant and the Village entered into the certain Professional State Lobbying Services Consulting Agreement dated November 15, 2010, (the "Agreement"), First, Second, Fourth, Fifth, Sixth, Eighth and Ninth Amendments to the Agreement to extend the term of the Agreement for additional one (1) year periods, a Third Amendment to the Agreement to authorize an additional professional lobbyist to perform the services under the Agreement, and a Seventh Amendment to formally change its name from William J. Peebles P.A. to Peebles and Smith, Inc; and

**WHEREAS**, the Agreement and the First, Second, Third, Fourth, Fifth, Sixth, Seventh and Eighth Amendments thereto are attached hereto as composite Exhibit 1; and

**WHEREAS**, the intent of the State Lobbying Services is to represent the Village's interests with regard to all Florida legislative issues and especially those related to wastewater and related funding matters; and

**WHEREAS**, in accordance with the provisions of the "Agreement", the Village has the option to extend the term of the Agreement for successive one (1) year periods at a mutually agreed upon rate; and

**WHEREAS**, on October 31, 2017, Peebles and Smith, Inc. formally changed its name to Peebles, Smith, & Matthews, Inc. and the Village and the parties desire to amend the Agreement to reflect the corporate name change; and

**WHEREAS**, the current term of the Agreement expires on October 31, 2018; and

**WHEREAS**, Peebles has agreed to provide the services described in the Agreement for an additional one (1) year period; and

**WHEREAS**, the agreement is amended to formally change its name from Peebles and Smith, Inc. to Peebles, Smith & Matthews, Inc; and

**WHEREAS**, the parties desire to enter into this Ninth Amendment to modify the term of the Agreement and to reflect the corporate name change.

**NOW, THEREFORE**, in consideration of the mutual covenants set forth in this Ninth Amendment, the parties agree as follows:

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

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**2. Terms/Commencement Date.**

2.1 Unless otherwise terminated pursuant to Section 4, this Agreement shall be effective November 5, 2010 and shall continue through October 31, ~~2016~~ ~~2017~~ ~~2018~~ 2019 (the "Term").

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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 Ninth Amendment shall remain in full force and effect as if set for the herein.

**Section 3. Effective Date.** This Ninth Amendment shall be effective on the date first written above.

**IN WITNESS WHEREOF**, the parties hereto have accepted, made and executed this Eighth 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: 10/25/2018

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

Roget V. Bryan  
Roget V. Bryan, Village Attorney

**PEEBLES, SMITH & MATTHEWS, INC.**

William J. Peebles  
By: William J. Peebles  
William J. Peebles

Date: 10/30/18