

**RESOLUTION NO. 19-10-89**

**A RESOLUTION OF THE VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA, APPROVING THE TENTH 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 TENTH AMENDMENT; AUTHORIZING THE VILLAGE MANAGER TO EXPEND BUDGETED FUNDS; AUTHORIZING THE VILLAGE MANAGER TO EXECUTE THE TENTH 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, Eighth and Ninth 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, 2019; 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 Tenth Amendment to the Agreement (“Tenth 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 Tenth Amendment.** The Village Council hereby approves the Tenth 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 Tenth 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 Tenth Amendment.

**Section 5. Execution of Tenth Amendment.** The Village Manager is hereby authorized to execute the Tenth Amendment on behalf of the Village, to execute any required agreements and/or documents to implement the terms and conditions of the Tenth Amendment

and to execute any extensions and/or amendments to the Tenth 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 Councilman Ken Davis, second by Vice Mayor Mike Forster.

**FINAL VOTE AT ADOPTION**

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

Mayor Deb Gillis	YES
Vice Mayor Mike Forster	YES
Councilman Ken Davis	YES
Councilwoman Cheryl Meads	YES
Councilman Jim Mooney	YES

**PASSED AND ADOPTED THIS 10<sup>th</sup> DAY OF OCTOBER, 2019.**



DEB GILLIS, 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

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

This Tenth Amendment to the Professional Services Agreement (the “Tenth Amendment”) made and entered into this 18 day of October, 2019 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, Ninth and Tenth 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, Eighth, Ninth and Tenth 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, 2019; 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 Tenth 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 Tenth 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 2020 (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 Tenth Amendment shall remain in full force and effect as if set for the herein.

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

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

Attest:

**ISLAMORADA, VILLAGE OF ISLANDS**

Kelley S. Toth  
Kelly Toth, Village Clerk

By: Seth Lawless  
Seth Lawless, Village Manager

Date: 10-15-19

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

[Signature]  
Roget V. Bryan, Village Attorney

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

By: [Signature]  
~~William J. Peebles~~ Ryan E. Matthews

Date: 10/18/19