



Legislation Details (With Text)

File #: Item # 2019-32 **Version:** 1 **Name:**
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Title: A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF CUTLER BAY, FLORIDA, APPROVING THE ASSIGNMENT AND ASSUMPTION OF THE CONTINUING PROFESSIONAL SERVICES AGREEMENT WITH KEITH AND SCHNARS, P.A. TO KCI TECHNOLOGIES, INC.; PROVIDING FOR AUTHORIZATION; AND PROVIDING FOR AN EFFECTIVE DATE.

Sponsors:

Indexes:

Code sections:

Attachments: 1. Manager Memo-Assign Professional Services Agreement to KCI Technologies, 2. Manager Memo-Attach A-KCI Technologies Purchase of Keith & Schnars PA, 3. Manager Memo-Attach B-Professional Svcs Agreement-Keith & Schnars PA, 4. Reso-Assign Professional Services Agreement to KCI Technologies, 5. Reso-Exhibit A-Professional Services Agreement-KCI Technologies

Date	Ver.	Action By	Action	Result
2/20/2019	1	Town Council	adopted	Pass

MEMORANDUM

To: Honorable Mayor and Town Council

From: Rafael G. Casals, ICMA-CM, CFM, Town Manager

Date: February 20, 2018

Re: Professional Service Agreement (RFQ) #17-06 - General Planning Services

REQUEST

A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF CUTLER BAY, FLORIDA, APPROVING THE ASSIGNMENT AND ASSUMPTION OF THE CONTINUING PROFESSIONAL SERVICES AGREEMENT WITH KEITH AND SCHNARS, P.A. TO KCI TECHNOLOGIES, INC.; PROVIDING FOR AUTHORIZATION; AND PROVIDING FOR AN EFFECTIVE DATE.

BACKGROUND AND ANALYSIS

Pursuant to Resolution No 17-101, adopted on November 15, 2017, the Town Council approved a Non-

Exclusive Professional Services Agreement with Keith and Schnars, P.A. (the “Consultant”), for services outlined in Request for Qualification #17-06 (“RFQ”).

On January 7, 2019 the Town received notice that KCI Technologies, Inc. acquired Keith and Schnars, P.A. (*Attachment “A”*). The Consultant has requested to exercise the assignment clause, as stated in the agreement (“Agreement”) with the Consultant (*Attachment “B”*), Section VII - Subcontracting, which reads as follows:

SECTION VII - SUBCONTRACTING

The Consultant shall not subcontract, assign or transfer any work under this Agreement without the prior written consent of the Town. When applicable and upon receipt of such consent in writing, the Consultant shall cause the names of the firms responsible for the major portions of each separate specialty of the work to be inserted in the pertinent documents or data. Any sub-consultant shall be subject to all terms and conditions of this Agreement. All insurance certificates pertaining to such subconsultants shall be provided to the Town upon issuance of a Purchase Order or NTP.

Based on the Town’s staff review, we are confident that the proposed Assignment Consultant to KCI Technologies, Inc., will be able to meet the same levels of services identified in Section II - Professional Services of the RFQ.

RECOMMENDATION

We recommend that the attached Resolution be adopted, authorizing the Town Manager to execute an Amendment to the Agreement, dated November 29, 2017, with the Consultant and approving the Assignment of the Agreement to the Consultant in Successor.

ATTACHMENTS

- Attachment “A” - KCI Technologies Purchase of Keith and Schnars, P.A.
- Attachment “B” - Non-Exclusive Professional Services Agreement Keith and Schnars, P.A. (*dated November 29, 2017*).