3H-1
Agenda Item #:

PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS

AGENDA ITEM SUMMARY

Meeting Date: December 16, 2008 **[X] Consent** **[ ] Regular**
[ ] Ordinance **[ ] Public Hearing**

Department: Facilities Development & Operations

I. EXECUTIVE BRIEF

Motion and Title: Staff recommends motion to approve: Amendment No. 1 to the Annual Professional Services Contract with Kilday & Associates, Inc. (R2008-1006) for property development evaluation services.

Summary: On June 3, 2008, the Board entered into a contract with Kilday & Associates, Inc., for professional services for property development evaluation services on a continuing services basis. Kilday & Associates is merging with Urban Design Studio and Amendment No. 1 acknowledges the merger and new ownership interests. The new entity is named Urban Design Kilday Studios. (Capital Improvements Division) Countywide (JM)

Background and Justification: Kilday & Associates, Inc., was selected as Annual Professional Consultant for property development evaluation services. This amendment recognizes the merger with Urban Design Studio.

Attachments:
1. Amendment No. 1
2. Disclosure of Ownership Interests

Recommended by: Anthony Wolf 11/16/08
Department Director **Date**

Approved by: 12/9/08
County Administrator **Date**

II. FISCAL IMPACT ANALYSIS

A. Five Year Summary of Fiscal Impact:

Fiscal Years	2009	2010	2011	2012	2013
Capital Expenditures	_____	_____	_____	_____	_____
Operating Costs	_____	_____	_____	_____	_____
External Revenues	_____	_____	_____	_____	_____
Program Income (County)	_____	_____	_____	_____	_____
In Kind Match (County)	_____	_____	_____	_____	_____
NET FISCAL IMPACT	*	_____	_____	_____	_____
# ADDITIONAL FTE POSITIONS (Cumulative)	_____	_____	_____	_____	_____

Is Item Included in Current Budget? Yes _____ No _____

Budget Account No.:

Fund _____ Agency _____ Org _____ Object _____ Amount _____

Reporting Category _____

B. Recommended Sources of Funds/Summary of Fiscal Impact:

C. Departmental Fiscal Review: _____

III. REVIEW COMMENTS:

A. OFMB Fiscal and /or Contract Development & Control Comments:

* No additional fiscal impact.

12-2-08
OFMB
12/1/08 CN 12/01/08

12/2/08
Contract Development& Control
12/2/08

B. Legal Sufficiency:

This amendment complies with our review requirements.

12/8/08
Assistant County Attorney

C. Other Department Review

_____
Department Director

AMENDMENT NO. 1
CONTRACT FOR PROFESSIONAL SERVICES
CONTINUING CONTRACT BASIS
PROPERTY DEVELOPMENT EVALUATION SERVICES

WHEREAS, the Owner and Consultant acknowledge and agree that the contract between Owner and Consultant dated June 3, 2009 (R2008-1006) is in full force and effect;

WHEREAS, the Consultant is merging with Urban Design Studio, LLC;

WHEREAS, the Consultant's assets are being merged into a new company Urban Design Studio, LLC doing business as Urban Design Kilday Studios;

WHEREAS, the Consultant will provide a revised insurance certificates in the new name of Urban Design Studio, LLC doing business as Urban Design Kilday Studios;

WHEREAS, all parties agree to this Amendment;

NOW THEREFORE, in exchange for the mutual covenants and promises set forth herein and, the parties agree as follows:

> To recognize the merger of Kilday & Associates, Inc. with Urban Design Studio and the new entity's name: Urban Design Studio, LLC doing business as Urban Design Kilday Studios. Urban Design Studio, LLC doing business as Urban Design Kilday Studios agrees to assume all responsibilities, liabilities, and obligations of Kilday & Associates arising from the above referenced contract.

ATTACHMENT # 1

IN WITNESS WHEREOF, this Amendment is accepted, subject to the terms and conditions of the aforementioned contract.

Kilday & Associates, Inc assigns its contract (R2008-1006) for Property Development Evaluation Services with Palm Beach County and all of its rights, responsibilities, obligations, and liabilities to Urban Design Studio, LLC doing business as Urban Design Kilday Studios.

WITNESS:

Signature

Coffie E. Rankin

Print Name

KILDAY & ASSOCIATES, INC.

Signature

Kieran J. Kilday

Print Name

Vice President

Title

Date: 11/14/08

Urban Design Studio, LLC doing business as Urban Design Kilday Studios accepts this assignment and assumes all of the rights, responsibilities, obligations, and liabilities under the agreement.

URBAN DESIGN STUDIO, LLC DOING BUSINESS AS URBAN DESIGN KILDAY STUDIOS

By: **KW Holdings of Florida, LLC its Managing Member**

WITNESS:

Signature

Sandra J. Parks

Print Name

Signature

Kenneth Tuma

Print Name: Kenneth Tuma, its Manager

IN WITNESS WHEREOF, the Board of County Commissioners of Palm Beach County, Florida, as made and executed this Amendment on behalf of the COUNTY and Consultant has hereunto set its hand the day and year written above.

ATTEST:
Sharon R. Bock, Clerk & Comptroller

By:_____
Deputy Clerk

PALM BEACH COUNTY FLORIDA
Political Subdivision of the State of Florida
BOARD OF COUNTY COMMISSIONERS

By:_____
John F. Koons, Chairman

Approved As To Form and Legal Sufficiency

_____
Assistant County Attorney

Approved as to Terms and Conditions

Anthony Wolf jac
Director, FD&O

DISCLOSURE OF OWNERSHIP INTERESTS

TO: **PALM BEACH COUNTY CHIEF OFFICER,**
OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared Kenneth Tuma, hereinafter referred to as "Affiant," who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant appears herein as:
[ ] an individual *or*
[x] the Managing Principal of Urban Design Studio, LLC.
(position—e.g., sole proprietor, president, partner, etc.) *(name & type of entity—e.g., ABC Corp., XYZ Ltd. Partnership, etc.)*.
The Affiant or the entity the Affiant represents herein seeks to do business with Palm Beach County through its Board of County Commissioners.

2. Affiant's address is: 477 South Rosemary Avenue, Suite 250
West Palm Beach, Florida 33401

3. Attached hereto as Exhibit "A" is a complete listing of the names and addresses of every person or entity having a five percent (5%) or greater interest in the Affiant's corporation, partnership, or other principal. Disclosure does not apply to nonprofit corporations, government agencies, or to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

4. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy, and will be relied upon by Palm Beach County and the Board of County Commissioners. Affiant further acknowledges that he or she is authorized to execute this document on behalf of the entity identified in paragraph one, if any.

5. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

6. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct and complete.

FURTHER AFFIANT SAYETH NAUGHT.

Kenneth Tuma, Affiant
(Print Affiant Name)

The foregoing instrument was acknowledged before me this ____ day of _____, 20 08, by Kenneth Tuma, *[x] who is personally known to me or [ ] who has produced _____ as identification and who did take an oath.*

NOTARY PUBLIC-STATE OF FLORIDA
Sandra J. Parks
Commission # DD801476
Expires: AUG. 13, 2012
BONDED THRU ATLANTIC BONDING CO, INC.

Notary Public
Sandra J. Parks
(Print Notary Name)
State of Florida at Large
My Commission Expires: August 13, 2012

ATT. # 2

EXHIBIT "A"

DISCLOSURE OF OWNERSHIP INTERESTS IN AFFIANT

Affiant must identify all entities and individuals owning five percent (5%) or more ownership interest in Affiant's corporation, partnership or other principal, if any. Affiant must identify individual owners. For example, if Affiant's principal is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to any nonprofit corporation, government agency, or to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

Name	Address
KW Holding of Florida, LLC / 477 S. Rosemary Avenue, STE 225, WPB, FL 33401	
*Kenneth Tuma, Manager	82.5%
EAB and Associates, Inc. / 6032 Eagles Nest Drive , Jupiter, FL 33458	
*Anne Booth, President	17.5%