

PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS
AGENDA ITEM SUMMARY

Meeting Date: 3/20/2012 [X] Consent [] Regular
[] Public Hearing

Department

Submitted By: COUNTY ATTORNEY
Submitted For:

I. EXECUTIVE BRIEF

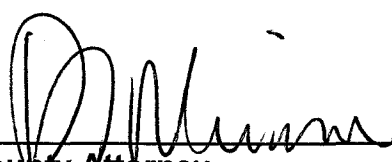
Motion and Title: Staff recommends motion to approve: Amendment No. 2 to the Agreement (R-2010-1324) with the law firm of Edwards Wildman Palmer LLP (formerly known as Edwards Angell Palmer & Dodge LLP) ("Attorney"), to provide bond counsel and related legal services for the refunding of Public Improvement Revenue Bonds, Series 2004, 2004A (Biomedical Research Park Project), and 2005A (Biomedical Research Park Project).

Summary: The law firm was selected as bond counsel for the above financing by the County Financing Committee at the February 14, 2012 meeting. This Amendment No. 2 confirms that selection by amending the existing Agreement for bond counsel and related services between Palm Beach County and the law firm. Payment for the legal services in connection with the bond issuance will be as provided for in the Agreement. Countywide (PFK)

Background and Justification: Legal services are required by the County from the law firm for the above-referenced financing.

Attachments:

- 1. Amendment No. 2 to Agreement (R-2010-1324)

Recommended by:  Date: 2/22/12
County Attorney Date

Approved by: N/A Date: _____

II. FISCAL IMPACT ANALYSIS

A. Five Year Summary of Fiscal Impact:

| Fiscal Years | 2012 | 2013 | 2014 | 2015 | 2016 |
|--|------------------------------|-------|-------|-------|-------|
| Capital Expenditures | _____ | _____ | _____ | _____ | _____ |
| Operating Costs | _____ | _____ | _____ | _____ | _____ |
| External Revenues | _____ | _____ | _____ | _____ | _____ |
| Program Income (County) | _____ | _____ | _____ | _____ | _____ |
| In-Kind Match (County) | _____ | _____ | _____ | _____ | _____ |
| NET FISCAL IMPACT | <u>~0~</u> <i>*see below</i> | _____ | _____ | _____ | _____ |
| # ADDITIONAL FTE POSITIONS (Cumulative) | _____ | _____ | _____ | _____ | _____ |

Is Item Included in Current Budget? Yes _____ No _____

Budget Account No.: Fund _____ Department _____ Unit _____ Object _____

Reporting Category _____

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

C. Departmental Fiscal Review: Attorneys fees and costs will paid from the proceeds of the sale of the bonds and cannot be estimated at this time.

III. REVIEW COMMENTS

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

There is no fiscal impact on this item.

J. H. Webb 2/28/12

 OFMB VA
 2/24/12 2/23/12

Ar. J. Jewell 3/5/12

 Contract Development and Control
 3-5-12 B. Webb

B. Legal Sufficiency:

Paul F. J. 2/21/12

 Assistant County Attorney

This amendment complies with our review requirements.

At the time of our review the amendment was not created

C. Other Department Review:

 Department Director

THIS SUMMARY IS NOT TO BE USED AS A BASIS FOR PAYMENT.

**AMENDMENT NO. 2
TO AGREEMENT BETWEEN PALM BEACH COUNTY
AND EDWARDS WILDMAN PALMER LLP
(formerly known as EDWARDS ANGELL PALMER & DODGE LLP)
FOR BOND COUNSEL AND RELATED LEGAL SERVICES**

This Amendment No. 2, dated _____, 2012, amends Agreement R-2010-1324 dated August 17, 2010 ("Agreement"), as amended by Amendment No. 1 (R2011-0865) dated June 21, 2011, by and between **PALM BEACH COUNTY** ("County") and **EDWARDS WILDMAN PALMER LLP** (formerly known as EDWARDS ANGELL PALMER & DODGE LLP) ("Attorney"), as follows:

Notwithstanding anything to the contrary in the Agreement, Attorney shall serve as Bond Counsel for the refunding of Public Improvement Revenue Bonds, Series 2004, 2004A (Biomedical Research Park Project), and 2005A (Biomedical Research Park Project).

Attorney shall be compensated as provided for in the Agreement.

Paragraph 15 NOTICES shall be amended as follows as to Attorney:

"If sent to Attorney, the notice shall be mailed to:

Richard Miller, Esq.
Edwards Wildman Palmer LLP
525 Okeechobee Blvd., Suite 1600
West Palm Beach, FL 33401"

This Amendment shall take effect as of February 14, 2012.

Except as provided above, the Agreement, as amended, remains in full force and effect.

ATTEST:

**PALM BEACH COUNTY, FLORIDA, BY ITS
BOARD OF COUNTY COMMISSIONERS**

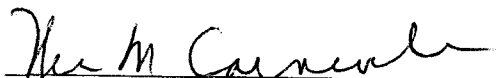
Sharon R. Bock, Clerk & Comptroller

By: _____
Deputy Clerk

By: _____
Shelley Vana, Chair

WITNESS:

ATTORNEY:
EDWARDS WILDMAN PALMER LLP



(Signature)

By: 

Neva M. Carnevale

Name (Type or Print)

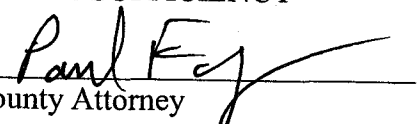
Richard J. Miller, P.A.

Name (Type or Print)

Partner

Title

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY

By: 

County Attorney

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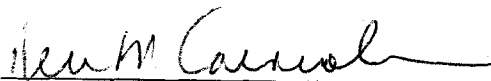
Sharon R. Bock, Clerk & Comptroller

By: _____
Deputy Clerk

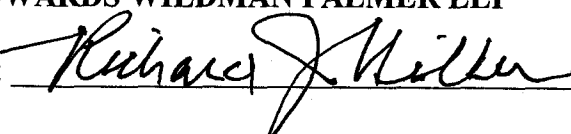
By: _____
Shelley Vana, Chair

WITNESS:

ATTORNEY:
EDWARDS WILDMAN PALMER LLP



(Signature)

By: 

Neva M. Carnevale

Name (Type or Print)

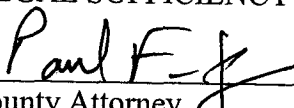
Richard J. Miller, P.A.

Name (Type or Print)

Partner

Title

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County Attorney