

AGREEMENT

23-0482-P

This Agreement (the “agreement” or “contract”) is entered into on the date last executed below (“Effective Date”), by and between Pinellas County, a subdivision of the State of Florida whose primary address is 315 Court Street, Clearwater, Florida 33756 (“COUNTY”) and Willdan Engineering whose primary address is 200 South Orange Avenue, Suite 1550, Orlando, FL 32801 (hereinafter “CONTRACTOR” or “Custodian”) (jointly, the “Parties”).

NOW THEREFORE, the Parties agree as follows:

A. Documents Comprising Agreement

1. This Agreement, including the Exhibits listed below, constitutes the entire agreement and understanding of the Parties with respect to the transactions and services contemplated hereby and supersedes all prior agreements, arrangements, and understandings relating to the subject matter of the Agreement. The documents listed below are hereby incorporated into and made a part of this Agreement:
 - a. This Agreement
 - b. Pinellas County Standard Terms & Conditions, located on Pinellas County Purchasing's website, effective 1/1/2023, posted at <https://pinellas.gov/county-standard-terms-conditions/>
 - c. Solicitation Section 4, Titled Special Conditions – contained in <https://procurement.opengov.com/governments/72715/projects/39542/sourcing>
 - d. Solicitation Section 5, Titled Insurance Requirements - contained in <https://procurement.opengov.com/governments/72715/projects/39542/sourcing>
 - e. Exhibit C - Scope of Work
 - f. Exhibit D – Rate Sheet
2. In the case of a conflict, the terms of this document govern, followed by the terms of the attached Exhibits, which control in the order listed above.

B. Term

1. The initial term of this Agreement is for 24 months from the Effective Date. At the end of the initial term of this contract, this Agreement may be extended for one (1), twelve (12) month term, or such other renewal terms agreed to by the Parties.

C. Pricing & Expenditures Cap

1. Payment and pricing terms for the initial are subject to the cost or fee schedule in Exhibit D – Rate Sheets attached hereto. Notwithstanding the above, County expenditures under the Agreement will not exceed sum of \$600,000.00 for the contract term, with an annual expenditure of \$200,000.00 per year, without a written amendment to this Agreement.

D. Entire Agreement

1. This Agreement constitutes the entire agreement between the Parties.

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed by their undersigned officials, who are duly authorized to bind the Parties to the Agreement.

For Contractor: Willdan Engineering

Signature:

Print Name and Title:

Date:

For County: Board of County Commissioners

Signature:

Print Name and Title:

Date: