

**FIRST AMENDMENT TO CONTINUING SERVICES AGREEMENT NO. 12077 WITH  
BRAME HECK ARCHITECTS, INC.  
FOR ANNUAL ARCHITECTURAL AND ENGINEERING (A&E) SERVICES  
FOR CAPITAL CONSTRUCTION LESS THAN \$4 MILLION**

This First Amendment is made and entered into by and between Alachua County, a charter county and political subdivision of the State of Florida, by and through its Board of County Commissioners, hereinafter referred to as "County", and Brame Heck Architects, Inc., hereinafter referred to as "Professional", and collectively the County and the Professional are hereinafter referred to as the "Parties".

**WITNESSETH:**

**WHEREAS**, pursuant to RFP No. 22-35, the Parties previously entered into a Continuing Services Agreement for Annual Architectural and Engineering (A&E) Services for Capital Construction Less than \$4 Million, dated 11/9/2021, (the "Agreement") with an initial term ending September 30, 2022, with renewal options; and,

**WHEREAS**, the County has elected to exercise its First Renewal Option to renew the Term of the Agreement for a two (2) years period commencing October 1, 2022 through September 30, 2024; and,

**WHEREAS**, the Parties wish to amend the Agreement to add a clause which acknowledges the Alachua County COVID-19 Procedure; and,

**NOW, THEREFORE**, the Parties agree to amend the Agreement as follows:

1. **SUBSECTION #1.1** of the Agreement, ***Term***, is amended in its entirety to read:

1.1. This Amendment is effective upon October 1, 2022, and will continue until September 30, 2024 ("First Renewal Option"), unless, earlier terminated as provided herein. This Agreement may be amended at the option of the County for one (1) additional two (2) years term at the terms and conditions outlined herein.

2. **SECTION #38** of the Agreement, *Alachua County COVID-19 Procedure*, is added to read:

38. **Alachua County COVID-19 Procedure**

Alachua County has established safety protocols to protect the spread of COVID-19 in the workplace and among the workforce. The Professional agrees to comply with adopted Alachua County COVID-19 Procedure, as amended, as applicable to employees while working or providing services inside a Covered Alachua County Facility.

3. This Amendment shall take effect upon expiration of the original Agreement. Unless expressly amended herein, all other terms and provisions of the original Agreement between the Parties shall be and remain in full force and effect.

**IN WITNESS WHEREOF**, the Parties have caused this First Amendment to Agreement 12074 to be executed for the uses and purposes therein expressed on the day and year below written.

**ALACHUA COUNTY, FLORIDA**

By: \_\_\_\_\_

Marihelen Wheeler, Chair  
Board of County Commissioners

Date: \_\_\_\_\_

**ATTEST**

\_\_\_\_\_  
J.K. "Jess" Irby, Esq., Clerk  
(SEAL)

**APPROVED AS TO FORM**

DocuSigned by:  
*Diana Johnson*  
9E797AC46776481...  
\_\_\_\_\_  
Alachua County Attorney's Office

**PROFESSIONAL**

DocuSigned by:  
**Michael Richmond**  
By: \_\_\_\_\_  
6EA4E27C34B2453...  
Print: Michael Richmond  
Title: President  
Date: 3/31/2022

***IF THE PROFESSIONAL IS NOT A NATURAL PERSON, PLEASE PROVIDE A CERTIFICATE OF INCUMBENCY AND AUTHORITY, OR A CORPORATE RESOLUTION, LISTING THOSE AUTHORIZED TO EXECUTE AGREEMENTS ON BEHALF OF YOUR ORGANIZATION. IF ARE A NATURAL PERSON, THEN YOUR SIGNATURE MUST BE NOTARIZED.***

**Certificate Of Completion**

Envelope Id: FF1CAFCCF2B24AA5ACB2F86534582E0B	Status: Completed
Subject: Please DocuSign: Amendment 1 - #12077 with Brame Heck Architects, Inc for Annual A&E Services.pdf	
Source Envelope:	
Document Pages: 2	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator: Michelle Guidry
Envelopeld Stamping: Enabled	mguidry@alachuacounty.us
Time Zone: (UTC-05:00) Eastern Time (US & Canada)	IP Address: 163.120.80.11

**Record Tracking**

Status: Original 3/31/2022 11:25:35 AM	Holder: Michelle Guidry mguidry@alachuacounty.us	Location: DocuSign
Security Appliance Status: Connected	Pool: StateLocal	
Storage Appliance Status: Connected	Pool: Alachua County	Location: DocuSign

**Signer Events**

Michael Richmond  
m.richmond@brameheck.com  
President  
Security Level: Email, Account Authentication (None)

**Signature**

DocuSigned by:  
**Michael Richmond**  
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Signature Adoption: Pre-selected Style  
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Viewed: 3/31/2022 3:38:34 PM  
Signed: 3/31/2022 3:39:35 PM

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**In Person Signer Events**

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**Editor Delivery Events**

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**Agent Delivery Events**

**Status**

**Timestamp**

**Intermediary Delivery Events**

**Status**

**Timestamp**

**Certified Delivery Events**

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**Carbon Copy Events**

**Status**

**Timestamp**

Thomas (Jon) Rouse  
trouse@alachuacounty.us  
Contracts Supervisor

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Sent: 3/31/2022 3:39:36 PM

Alachua County Board of County Commissioners  
Security Level: Email, Account Authentication (None)

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Jaye Athy  
jathy@alachuacounty.us  
Procurement Specialist

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Sent: 3/31/2022 3:39:37 PM

Alachua County Board of County Commissioners  
Security Level: Email, Account Authentication (None)

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<b>Witness Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Notary Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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Signing Complete	Security Checked	3/31/2022 3:39:35 PM
Completed	Security Checked	3/31/2022 3:39:37 PM

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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<b>Electronic Record and Signature Disclosure</b>
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## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

From time to time, Alachua County (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

**How to contact Alachua County:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [mguidry@alachuacounty.us](mailto:mguidry@alachuacounty.us)

**To advise Alachua County of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [mguidry@alachuacounty.us](mailto:mguidry@alachuacounty.us) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

**To request paper copies from Alachua County**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to [mguidry@alachuacounty.us](mailto:mguidry@alachuacounty.us) and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

**To withdraw your consent with Alachua County**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an email to [mguidry@alachuacounty.us](mailto:mguidry@alachuacounty.us) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify Alachua County as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by Alachua County during the course of your relationship with Alachua County.

# 4.7.7: EXHIBIT G

## EXHIBIT G

Brame Heck Architects Inc.

(Insert Name of Corporation)

### CORPORATE RESOLUTION GRANTING SIGNING AUTHORITY AND AUTHORITY TO CONDUCT BUSINESS

The Board of Directors (“Directors”) of Brame Heck Architects Inc., a

(insert name of company)

Florida corporation (the “Corporation”), at a duly and properly

(insert state of incorporation)

held meeting on the 5th day of May, 2021, did hereby consent to, adopt, ratify, confirm and approve the following recitals and resolutions:

**WHEREAS**, the Corporation is a duly formed, validly existing corporation in good standing under the laws of the State of Florida and is authorized to do business in the State of Florida; and

**WHEREAS**, the Corporation desires to grant certain persons the authority to execute and enter into contracts and conduct business on behalf of the Corporation.

**NOW, THEREFORE, BE IT RESOLVED**, that any of the following officers and employees of the Corporation listed below are hereby authorized and empowered, acting along, to sign, execute and deliver any and all contracts and documents on behalf of the Corporation, and to do and take such other actions, including but not limited to the approval and execution of contracts, purchase orders, amendments, change orders, invoices, and applications for payment, as in his or her judgment may be necessary, appropriate or desirable, in connection with or related to any bids, proposals, or contracts to, for or with to Alachua County, a charter county and political subdivision of the State of Florida:

**NAME**

**TITLE**

Michael P. Richmond

President

Joseph A. Garcia

Architect



## 4.7.7: EXHIBIT G

NAME

TITLE

_____	_____
_____	_____

**BE IT RESOLVED THAT**, these resolutions shall continue in full force and effect, and may be relied upon by Alachua County, until express written notice of their rescission or modification has been received by the Procurement Manager of Alachua County. Any revocation, modification or replacement of these resolutions must be accompanied by documentation satisfactory to the Procurement Manager of Alachua County, establishing the authority for the changes.

**IN WITNESS WHEREOF**, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 5th day of May, 2021, and do hereby certify that the foregoing is a true record of a resolution duly adopted at a meeting of the Board of Directors of the Corporation and that said meeting was held in accordance with state law and the Bylaws of the Corporation, and that the resolution is now in full force and effect without modification or rescission.

**(Corporate Seal) Secretary of the Corporation**

By: 

Michael P. Richmond

(Print Secretary's Name)



**Certificate Of Completion**

Envelope Id: 9D9CA371EFB44E7DBEA27DD2C57377D2 Status: Completed  
 Subject: Please DocuSign: Amendment 1 - #12077 with Brame Heck Architects, Inc for Annual A&E Services.p...  
 Source Envelope:  
 Document Pages: 9 Signatures: 1 Envelope Originator:  
 Certificate Pages: 5 Initials: 0 Michelle Guidry  
 AutoNav: Enabled mguidry@alachuacounty.us  
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 Time Zone: (UTC-05:00) Eastern Time (US & Canada)

**Record Tracking**

Status: Original Holder: Michelle Guidry Location: DocuSign  
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**Signer Events**

Diana Johnson  
 dmjohnson@alachuacounty.us  
 Security Level: Email, Account Authentication (None)

**Signature**

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 Signature Adoption: Pre-selected Style  
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 dmjohnson@alachuacounty.us  
 Using IP Address: 149.19.43.13

**Timestamp**

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 Viewed: 4/4/2022 8:48:55 AM  
 Signed: 4/4/2022 9:20:30 AM

**Electronic Record and Signature Disclosure:**  
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**In Person Signer Events**

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**Editor Delivery Events**

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**Timestamp**

**Agent Delivery Events**

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**Timestamp**

**Intermediary Delivery Events**

**Status**

**Timestamp**

**Certified Delivery Events**

**Status**

**Timestamp**

**Carbon Copy Events**

**Status**

**Timestamp**

Thomas (Jon) Rouse  
 trouse@alachuacounty.us  
 Contracts Supervisor  
 Alachua County Board of County Commissioners  
 Security Level: Email, Account Authentication (None)

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Jaye Athy  
 jathy@alachuacounty.us  
 Procurement Specialist  
 Alachua County Board of County Commissioners  
 Security Level: Email, Account Authentication (None)

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 Viewed: 4/4/2022 10:36:28 AM

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<b>Witness Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Notary Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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Certified Delivered	Security Checked	4/4/2022 8:48:55 AM
Signing Complete	Security Checked	4/4/2022 9:20:30 AM
Completed	Security Checked	4/4/2022 9:20:32 AM

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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<b>Electronic Record and Signature Disclosure</b>
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## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

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### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

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### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

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### **To request paper copies from Alachua County**

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### **To withdraw your consent with Alachua County**

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- ii. send us an email to [mguidry@alachuacounty.us](mailto:mguidry@alachuacounty.us) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

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- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify Alachua County as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by Alachua County during the course of your relationship with Alachua County.