



Agenda Report

2725 Judge Fran Jamieson
Way
Viera, FL 32940

Consent

F.19.

9/14/2021

Subject:

Assignment of Agreement between the Board of County Commissioners, Bussen-Mayer Engineering, Inc., and D.R.M.P., Inc.

Fiscal Impact:

None

Dept/Office:

Utility Services

Requested Action:

It is requested that the Board of County Commissioners approve and authorize the Chair to execute the attached Assignment of Agreement.

Summary Explanation and Background:

Brevard County entered into an Agreement with Bussen-Mayer Engineering, Inc., on October 24, 2017 for Engineering and Consulting Services, for work relating to the design, permitting and other engineering services associated with water supply and treatment, water operations and maintenance, water treatment facilities, water transmission and distribution pipe networks, wastewater treatment, wastewater collection systems, pipe networks, wastewater pumping systems, wastewater treatment facilities, wastewater operations and maintenance, reclaimed water transmission and distribution pipe networks, hydraulic system modeling and other water and wastewater related engineering projects as well as general utility management and supporting services.

Brevard County received notification from D.R.M.P., Inc., that D.R.M.P., Inc., had acquired Bussen-Mayer Engineering, Inc., on September 1, 2021. D.R.M.P., Inc., has requested an assignment of the Agreement. The Department has no objections to the assignment.

Clerk to the Board Instructions:

Return certified copy of Assignment of Agreement to the Utilities Department,
Attention: Rose Lyons

To:

Deborah Thomas
Clerk to the Board
400 South Street
Titusville, FL 32780
(321) 637-2001

From:

Bach McClure or Robbyn Spratt
Stormwater Program
Natural Resources Management Department
Brevard County, FL
(321) 633-2016

**Assumption & Assignment of Contracts Agreements
BMEG (Bussen Mayer Engineering Group) to DRMP**

**BREVARD COUNTY
BOARD OF COUNTY COMMISSIONERS**

CONTRACT REVIEW AND APPROVAL FORM

SECTION I - GENERAL INFORMATION

1. Contractor: Bussen-Mayer Engineering Group to DRMP		2. Amount:
3. Fund/Account #: 260070	4. Department Name: Natural Resources Mgmt	
5. Contract Description: Assignment and Assumption from BMEG to DRMP (contracts 4478 and 2657)		
6. Contract Monitor: Robbyn Spratt	8. Contract Type: CONSULTANT	
7. Dept/Office Director: Virginia Barker		
9. Type of Procurement: Other		

SECTION II - REVIEW AND APPROVAL TO ADVERTISE

APPROVAL

COUNTY OFFICE

YES

NO

SIGNATURE

User Agency

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Purchasing

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Risk Management

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County Attorney

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SECTION III - REVIEW AND APPROVAL TO EXECUTE

APPROVAL

COUNTY OFFICE

YES

NO

SIGNATURE

User Agency

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Spratt, Robbyn

Digitally signed by Spratt, Robbyn
Date: 2021.09.10 16:13:48 -04'00'

Purchasing

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Darling, Steven

Digitally signed by Darling, Steven
Date: 2021.09.14 12:29:23 -04'00'

Risk Management

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Lairsey, Matt

Digitally signed by Lairsey, Matt
Date: 2021.09.14 12:53:31 -04'00'

County Attorney

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Esseesse, Alexander

Digitally signed by Esseesse, Alexander
Date: 2021.09.13 11:29:11 -04'00'

SECTION IV - CONTRACTS MANAGEMENT DATABASE CHECKLIST

CM DATABASE REQUIRED FIELDS	Complete ✓
Department Information	<input type="checkbox"/>
Department	<input type="checkbox"/>
Program	<input type="checkbox"/>
Contact Name	<input type="checkbox"/>
Cost Center, Fund, and G/L Account	<input type="checkbox"/>
Vendor Information (SAP Vendor #)	<input type="checkbox"/>
Contract Status, Title, Type, and Amount	<input type="checkbox"/>
Storage Location (SAP)	<input type="checkbox"/>
Contract Approval Date, Effective Date, and Expiration Date	<input type="checkbox"/>
Contract Absolute End Date (No Additional Renewals/Extensions)	<input type="checkbox"/>
Material Group	<input type="checkbox"/>
Contract Documents Uploaded in CM database (Contract Form with County Attorney/ Risk Management/ Purchasing Approval; Signed/Executed Contract)	<input type="checkbox"/>
"Right To Audit" Clause Included in Contract	<input type="checkbox"/>
Monitored items: Uploaded to database (Insurance, Bonds, etc.)	<input type="checkbox"/>

**BREVARD COUNTY
BOARD OF COUNTY COMMISSIONERS**

CONTRACT REVIEW AND APPROVAL FORM

SECTION I - GENERAL INFORMATION

1. Contractor: Bussen-Mayer Engineering Group, Inc. (BMEG)		2. Amount: N/A
3. Fund/Account #: Various Public Works Funds	4. Department Name: Public Works	
5. Contract Description: Assignment of BMEG contract no. 771 to DRMP, Inc.		
6. Contract Monitor: Jeanette Scott		8. Contract Type: CONSULTANT
7. Dept/Office Director: Marc Bernath		
9. Type of Procurement: Request for Qualifications (RFQ)		

SECTION II - REVIEW AND APPROVAL TO ADVERTISE

APPROVAL

<u>COUNTY OFFICE</u>	<u>YES</u>	<u>NO</u>	<u>SIGNATURE</u>
User Agency	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Purchasing	<input type="checkbox"/>	<input type="checkbox"/>	
Risk Management	<input type="checkbox"/>	<input type="checkbox"/>	
County Attorney	<input type="checkbox"/>	<input type="checkbox"/>	

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APPROVAL

<u>COUNTY OFFICE</u>	<u>YES</u>	<u>NO</u>	<u>SIGNATURE</u>
User Agency	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Thomas-Wood, Tammy <small>Digitally signed by Thomas-Wood, Tammy DN: cn=Thomas-Wood, Tammy, email=Tammy.Thomas-Wood@brevard.gov Date: 2021.09.09 12:43:40 -04'00'</small>
Purchasing	<input type="checkbox"/>	<input type="checkbox"/>	
Risk Management	<input type="checkbox"/>	<input type="checkbox"/>	
County Attorney	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Esseesse, Alexander <small>Digitally signed by Esseesse, Alexander Date: 2021.09.09 12:43:40 -04'00'</small>

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Purchasing	<input type="checkbox"/>	<input type="checkbox"/>	
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County Attorney	<input type="checkbox"/>	<input type="checkbox"/>	

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User Agency	<input type="checkbox"/>	<input type="checkbox"/>	
Purchasing	<input type="checkbox"/>	<input type="checkbox"/>	
Risk Management	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Lairsey, Matt <small>Digitally signed by Lairsey, Matt Date: 2021.09.10 08:03:48 -04'00'</small>
County Attorney	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Esseesse, Alexander <small>Digitally signed by Esseesse, Alexander Date: 2021.09.09 12:43:40 -04'00'</small>

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County Attorney	<input type="checkbox"/>	<input type="checkbox"/>	

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COUNTY OFFICE

YES

NO

SIGNATURE

User Agency	<input type="checkbox"/>	<input type="checkbox"/>	
Purchasing	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Darling, Steven <small>Digitally signed by Darling, Steven Date: 2021.09.10 10:04:37 -04'00'</small>
Risk Management	<input type="checkbox"/>	<input type="checkbox"/>	
County Attorney	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Esseesse, Alexander <small>Digitally signed by Esseesse, Alexander Date: 2021.09.09 12:43:40 -04'00'</small>

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5. Contract Description: Assignment of BMEG contract no. 4260 to DRMP, Inc.		
6. Contract Monitor: Jeanette Scott		8. Contract Type: CONSULTANT
7. Dept/Office Director: Marc Bernath		
9. Type of Procurement: Request for Qualifications (RFQ)		

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Risk Management

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County Attorney

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SIGNATURE

User Agency

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Thomas-Wood, Tammy

Digitally signed by Thomas Wood, Tammy
DN: cn=Thomas Wood, o=County of Brevard, ou=County of Brevard, email=Thomas.Wood@brevard.net, c=US

Purchasing

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Risk Management

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County Attorney

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Esseesse, Alexander

Digitally signed by Esseesse, Alexander
Date: 2021.09.09 12:53:43 -04'00'

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Monitored items: Uploaded to database (Insurance, Bonds, etc.)	<input type="checkbox"/>



September 15, 2021

M E M O R A N D U M

TO: Eddie Fontanin, Utility Services Director

Attn: Rose Lyons

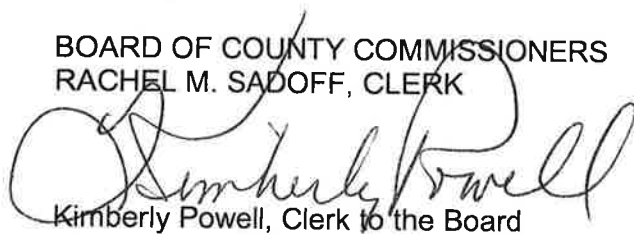
RE: Item F.19., Assignment of Agreement Between the Board of County Commissioners, Bussen-Mayer Engineering, Inc. and D.R.M.P., Inc.

The Board of County Commissioners, in regular session on September 14, 2021, approved and authorized the Chair to execute the Assignment of Agreement; and authorized the Chair to execute assignments of any and all engineering and consulting services contracts with Bussen-Mayer Engineering, Inc. to D.R.M.P., Inc. pending approval by Purchasing Services, Risk Management, and the County Attorney's Office. Enclosed is a certified copy of the Assignment.

Your continued cooperation is always appreciated.

Sincerely,

BOARD OF COUNTY COMMISSIONERS
RACHEL M. SADOFF, CLERK



Kimberly Powell, Clerk to the Board

Encl. (1)

cc: Risk Management
Purchasing Services
County Attorney
Finance
Budget

ASSIGNMENT OF AGREEMENT

This Assignment is made and entered into this ____ day of _____, 2021, by and between BREVARD COUNTY BOARD OF COUNTY COMMISSIONERS, a political subdivision of the State of Florida (hereinafter "Brevard County"), D.R.M.P., Inc. (hereinafter "DRMP/Assignee"), and Bussen-Mayer Engineering Group, Inc. (hereinafter "Bussen-Mayer/Assignor").

WHEREAS, on October 24, 2017, Brevard County entered into an Agreement for Engineering and Consulting Services with Bussen-Mayer Engineering, Inc. (hereinafter "Agreement");

WHEREAS, Section 22 of the Agreement between Brevard County and Bussen-Mayer Engineering, Inc. provided for assignment of the Agreement with written consent of the other party;

WHEREAS, Task Orders and Amendments have been entered into between Bussen-Mayer Engineering, Inc. and Brevard County;

WHEREAS, Bussen-Mayer/Assignor was acquired by D.R.M.P./Assignee on Sept. 1, 2021;

WHEREAS, Bussen-Mayer/Assignor wishes to assign all of its rights and duties under the Agreement with written consent from Brevard County; and

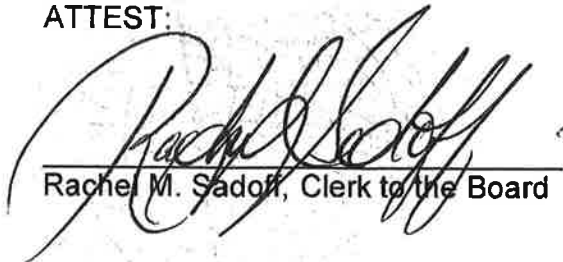
WHEREAS, D.R.M.P./Assignee hereby accepts the assignment of all Bussen-Mayer/Assignor's obligations, responsibilities, and duties under the contract and all of Bussen-Mayer/Assignor's rights, title and interest in and to the Agreement.

NOW, THEREFORE, for value received, and other good and valuable consideration, the parties hereby agree as follows:


1. The above recitals are true and correct and are incorporated herein, in their entirety by this reference.
2. All rights, title and interest in the Agreement between Brevard County and Bussen-Mayer/Assignor are hereby assigned and transferred to D.R.M.P./Assignee, and D.R.M.P./Assignee accepts said assignment and agrees to perform all obligations of Bussen-Mayer/Assignor under the Agreement.
3. D.R.M.P./Assignee agrees to abide by all terms, prices and conditions of the Agreement.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals on the day and year first above written.

ATTEST:



Rachel M. Sadoff, Clerk to the Board

BOARD OF COUNTY COMMISSIONERS
OF BREVARD COUNTY, FLORIDA



Rita Pritchett, Chair
As approved by the Board on:

9/17/21

Reviewed for legal form and content:


Heather A. Balser, Assistant County Attorney

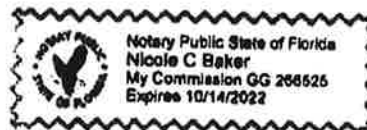
D.R.M.P., INC.


By: Glenn J. Lusink

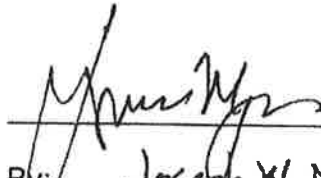
STATE OF Florida
COUNTY OF Orange

The foregoing instrument was acknowledged before me by means of ☒ physical presence
or ☐ online notarization, this 2nd day of September 021, by
Glenn J. Lusink on behalf of D.R.M.P., Inc. He/she is personally known to me
or has produced _____, as identification.


Notary Public

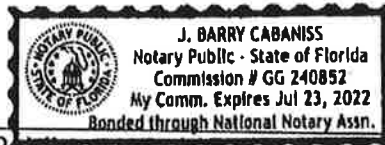


BUSSEN-MAYER ENGINEERING, INC.


By: Joseph W. Mayer

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 2ND day of SEPTEMBER, 2021, by Joseph W. Mayer of Bussen-Mayer Engineering, Inc. on behalf of the corporation. He/she is personally known to me or has produced _____ as identification.



Notary Public

ASSIGNMENT AND ASSUMPTION OF CONTRACT # 4260

THIS ASSIGNMENT AND ASSUMPTION OF CONTRACT (this “Assignment”) is made and entered into as of the date of last signature below (the “Effective Date”), by and between Bussen-Mayer Engineering Group, Inc., a business having its principal address at 100 Parnell Street, Suite A Merritt Island, Florida 32953, hereinafter referred to as the “Assignor”, and D.R.M.P., Inc, a business having its primary business location at 941 Lake Baldwin Lane, Orlando, FL 32814, hereinafter referred to as the “Assignee.” Brevard County, Florida, a political subdivision of the State of Florida, hereinafter referred to as “County”, hereby joins in the execution of this Assignment.

WITNESSETH:

WHEREAS, Assignor was acquired by Assignee on September 1, 2021; and

WHEREAS, Assignor has agreed to transfer, set over, assign, and convey to Assignee all of Assignor’s rights, privileges, duties, and obligations in, to, and under that certain agreement by and between Assignor and the County, having an effective date of February 12, 2019, hereinafter referred to as the “Agreement”, including amendments and other modifications thereto, which are incorporated herein by this reference, and Assignee has agreed to assume and perform Assignor’s liabilities and obligations arising under the Agreement on the Effective Date, all in accordance with this Assignment.

NOW, THEREFORE, for good and valuable consideration the sum, receipt, and sufficiency of which are hereby acknowledged, and intending to be legally bound, Assignor and Assignee agree as follows:

1. Incorporate Recitals. The recitals set forth above are true and correct and are incorporated herein.
2. Assignment. Assignor hereby transfers, sets over, assigns, and conveys unto Assignee all of Assignor’s rights, privileges, duties, and obligations in, to, and under the above referenced Agreement together with any and all rights, powers, and privileges conferred by the Agreement upon Assignor, as a party to the Agreement, and Assignor hereby authorizes Assignee to exercise said rights, powers, and privileges in as full a manner as Assignor is authorized to exercise the same. Unless stated otherwise herein, the terms and conditions of the Agreement shall remain in full force and effect.
3. Consent by County. This Assignment shall not be effective until such time as the County has given written approval to this Assignment pursuant to Sections XV and XVII. County gives its written approval to this Assignment in accordance with Sections XV and XVII by executing this Assignment. By executing this Assignment, County also confirms that the Agreement is in full force and effect, that Assignee will be assuming all obligations of Assignor thereunder, and Assignor is released from any and all obligations under the Agreement on or after the Effective Date.

4. Assumption. Assignee hereby assumes and agrees to be bound by all of the covenants, obligations, liabilities, and burdens of Assignor under the Agreement and agrees to perform all obligations of Assignor under the Agreement.
5. Indemnity. Assignee shall indemnify and hold Assignor harmless from any claim, liability, cost, or expense arising out of Assignee's failure to perform any obligations or liability under the Agreement arising on or after the Effective Date upon which the Agreement is assumed by Assignee hereunder. The County's indemnity and liability obligations shall be subject to the County's common law right of sovereign immunity and limited to the extent of the protections of and limitations on damages as set forth in Section 768.28, Florida Statutes. Nothing in this Assignment or the Agreement is intended to inure to the benefit of any third-party for the purpose of allowing any claim which would otherwise be barred under the doctrine of sovereign immunity or by operation of law. Nothing herein shall constitute a waiver of the County's sovereign immunity.
6. Representations and Warranties. Assignor hereby represents and warrants to Assignee (a) that it has full power and authority to assign the Agreement to Assignee, and (b) that the Agreement is in full force and effect and has not been modified or amended in any manner whatsoever, unless with the prior written consent of the County.
7. Amendments in Writing. No amendment or modification of this Assignment shall be valid unless the amendment or modification is in writing and signed by Assignor and Assignee and consented to by County.
8. Entire Agreement. This Assignment and exhibits hereto, if any, constitute the entire agreement between Assignor and Assignee, and there are no other covenants, contracts, promises, terms and provisions, conditions, undertakings, or understandings either oral or written, between them concerning this Assignment other than those herein set forth.
9. No Third-Party Rights. Neither this Assignment nor anything set forth herein is intended to, nor shall it, confer any rights on any person or entity other than the parties identified herein, and all third-party rights are expressly negated.
10. Governing Law and Venue. This Assignment shall be interpreted and construed in accordance with and governed by the laws and ordinances of Brevard County and the State of Florida. Venue for any action brought by any party to this Assignment to interpret, construe, or enforce this Assignment shall be in a court of competent jurisdiction in and for Brevard County, Florida.
11. WAIVE RIGHT TO JURY TRIAL. ASSIGNOR AND ASSIGNEE HEREBY **WAIVE ANY RIGHT TO JURY TRIAL** IN THE EVENT ASSIGNOR AND/OR ASSIGNEE BRING AN ACTION ARISING OUT OF THIS ASSIGNMENT.
12. Attorneys' Fees. If any action or proceeding is commenced by Assignor or Assignee to enforce their rights under this Assignment or to collect damages as a result of the breach of any of the provisions of this Assignment, the prevailing party in such action or proceeding, including, without limitation, any bankruptcy, insolvency, or appellate proceedings, shall be entitled to recover all reasonable costs and expenses, including, without limitation,

reasonable attorneys' fees and court costs, in addition to any other relief awarded by the court. However, in any action or proceeding involving the County, the County shall not be responsible for attorneys' fees, costs, or expenses of any other party, and shall only be responsible for its own fees, costs, and expenses, unless it is the prevailing party.

13. Interpretation. Captions, numbering, and headings of this Assignment are for convenience of reference only and shall not be considered in the interpretation of this Assignment.

14. Counterparts. This Assignment may be executed in counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

15. Successors. This Assignment shall inure to the benefit of and be binding upon the parties hereto and their respective heirs, legal representatives, successors, and assigns.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties authorized representatives have executed this Assignment as of the date set forth below.

ASSIGNOR:

BUSSEN-MAYER ENGINEERING GROUP, INC.

By: [Signature]
Joseph W. Mayer, President

Date: 9/13/21

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me by ☒ physical presence or _____
online notarization this 13th day of September 2021 by Joseph W. Mayer as President
of Bussen-Mayer Engineering Group, Inc. a Florida corporation, on behalf of the corporation. He
is personally known to me.

Print Name: Angela O'Brien
Notary Public, State of Florida
Commission No.: GG963501
My Commission Expires: 3/25/24



ANGELA R. O'BRIEN
Commission # GG 963501
Expires March 25, 2024
Bonded Thru Budget Notary Services

ASSIGNEE:

D.R.M.P., INC.

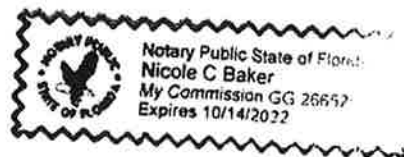
By: [Signature]
Lawrence L. Smith, Jr., President

Date: 9/13/2021

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me by ☒ physical presence or _____
online notarization this 13th day of September 2021 by Lawrence L. Smith, Jr. as
President of D.R.M.P., Inc. a Florida corporation, on behalf of the corporation. He is personally
known to me.

Print Name: Nicole C. Baker
Notary Public, State of Florida
Commission No.: GG266525
My Commission Expires: 10/14/2022



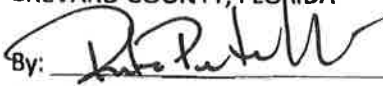
Notary Public State of Florida
Nicole C. Baker
My Commission GG 266525
Expires 10/14/2022

JOINDER

The County hereby joins in the execution of this Assignment for the purposes of consenting to the terms and conditions of this Assignment.


Attest:

CONSENT: BREVARD COUNTY, FLORIDA

By: 

Rita Pritchett, Chair

As approved by the Board on: 9/14/2021


Rachel Sadoff, Clerk

Reviewed for legal form and content for Brevard County



Alex Essee, Assistant County Attorney

**PROPOSED MOTION TO APPROVE ITEM F-19 AND TO AUTHORIZE CHAIR TO
EXECUTE ALL OTHER ASSIGNMENT OF ENGINEERING AND CONSULTING
SERVICES CONTRACTS BETWEEN BREVARD COUNTY AND BUSSEN-MAYER TO
D.R.M.P.**

Item F.19. is an assignment of a Utilities Services Department contract for engineering and consulting services with Bussen-Mayer Engineering Group to D.R.M.P.

The County has agreements with Bussen-Mayer to provide engineering and consulting services for a number of projects that span across various County departments.

On September 1, 2021, D.R.M.P. acquired Bussen-Mayer.

As a result, in order to avoid any lapses in services and to ensure a smooth transition from Bussen-Mayer to D.R.M.P., I hereby move to approve Item F-19 and authorize the Chair to execute assignments of any and all engineering and consulting services contracts with Bussen-Mayer to D.R.M.P., pending review from Purchasing, Risk, and the County Attorney's Office.