

### CITY ATTORNEY OFFICE - LEGAL REVIEW CHECKLIST

Name of Agreement: License Agreement for Use of City Dock RFP 2018-031

Department: Purchasing/Parks

Contact person: J. McAden

RECEIVED

JUL 16 2018

CITY CLERK

City Manager approval

City Commission approval

Agenda item #: 18-390

Agenda meeting date: 07/17/2018

Resolution #: 50-18

Agreement Action:

New <input checked="" type="radio"/>	Renewal* <input type="radio"/>	Amendment* <input type="radio"/>	*Renewal: Only change is the agreement term *Amendment: For changes other than/in addition to term
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Does the Contractor require the City to sign first?: No

For City Attorney Use only:

Agreement Terms:	Comments/Specific Provision in Agreement
Term (Duration of Agreement)	5 years
Termination Clause	As per RFP 2018-031
Renewal Clause	Option to renew for 2 years
Insurance	City standard
Indemnification	Other
Assignment	As per RFP 2018-031
Fiscal Funding Requirement	As per RFP 2018-031
FL. Public Records Provision (2016)	As per RFP 2018-031
Inspector General Provision	As per RFP 2018-031
Governing Law	Florida
Venue	Palm Beach County
Attorney's fees	

Business Principles:	Comments
Fees: Total Value	
Fees: Per Fiscal Year	

Other Issues:	Comments
Non-Negotiable Issues/ Miscellaneous Issues/ Special Considerations	City to be paid \$120,000 per year, plus a portion of revenues.

Consistent with applicable policies including, but not limited to, Procurement policies. Yes

Attorney: Janice Rustin, Esq.

Reviewed and approved as to form and legal sufficiency only

RESOLUTION NO. 50-18

A RESOLUTION OF THE CITY OF DELRAY BEACH, FLORIDA APPROVING AN AGREEMENT WITH DELRAY INTRACOASTAL CRUISES, LLC d/b/a DELRAY YACHT CRUISES FOR THE USE OF THE CITY DOCK; AUTHORIZING THE CITY MANAGER TO EXECUTE THE AGREEMENT AND TAKE ALL ACTIONS NECESSARY TO EFFECTUATE THIS AGREEMENT; PROVIDING AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

WHEREAS, the City of Delray Beach (City) is authorized to enter into agreements to provide services, programming and products in accordance with its Charter; and

WHEREAS, the City desires to license the use of the City dock at Veteran's Park for cruises and/or excursions.

WHEREAS, the City desires to enter into an agreement with Delray Intracoastal Cruises, LLC d/b/a Delray Yacht Cruises for these services.

WHEREAS, the City Commission deems approval of this resolution to be in the best interest of the health, safety, and welfare of the residents and citizens of the City of Delray Beach and the public at large.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COMMISSION OF THE CITY OF DELRAY BEACH, FLORIDA, AS FOLLOWS:

Section 1. The foregoing recitals are hereby affirmed and ratified.

Section 2. The City Commission of the City of Delray Beach has reviewed and hereby approves this Agreement between the City and Delray Intracoastal Cruises, LLC d/b/a Delray Yacht Cruises, which is attached to this Resolution as Exhibit A.

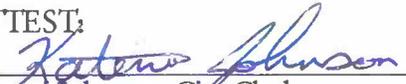
Section 3. The City Commission authorizes the City Manager to execute the Agreement and any amendments and/or renewals thereto, and take any other actions necessary to effectuate this Agreement.

Section 4. This Resolution shall become effective immediately upon adoption.

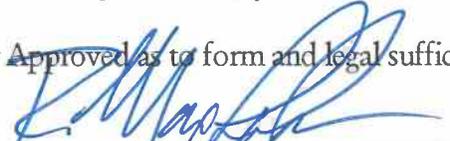
PASSED AND ADOPTED in regular session on the 17<sup>th</sup> day of July, 2018.

  
\_\_\_\_\_  
Shelly Petrolia, MAYOR

ATTEST:

  
\_\_\_\_\_  
Katerri Johnson, City Clerk

Approved as to form and legal sufficiency:

  
\_\_\_\_\_  
R. Max Lohman, City Attorney



CITY OF DELRAY BEACH  
100 NW 1<sup>st</sup> AVENUE, DELRAY BEACH, FL 33444

AGREEMENT FOR  
SOLICITATION NO. 2018-031  
LICENSE AGREEMENT FOR USE OF CITY DOCK

DELRAY INTRACOASTAL CRUISES, LLC  
d/b/a DELRAY YACHT CRUISES

## AGREEMENT

THIS AGREEMENT is hereby made and entered into this 19<sup>th</sup> day of July, 2018, (the "effective date") by and between the City of Delray Beach, a Florida municipal corporation ("City"), whose address is 100 N.W. 1<sup>st</sup> Avenue, Delray Beach, Florida 33444, and Delray Intracoastal Cruises, LLC d/b/a Delray Yacht Cruises, a corporation (hereafter referred to as "Contractor"), whose address is 801 East Atlantic Avenue, Delray Beach, Florida 33483

WHEREAS, the City desires to retain the services of the Contractor to provide the goods and services in accordance with the City's Invitation to Bid No.2018-031, and the Contractor's response thereto, all of which are incorporated herein by reference.

NOW, THEREFORE, in consideration of the mutual covenants and promises hereafter set forth, the Contractor and the City agree as follows:

### ARTICLE 1. INCORPORATION OF INVITATION TO BID

The terms and conditions of this Agreement shall include and incorporate the terms, conditions, and specifications set forth in the City's Invitation to Bid No. 2018-031, and the Contractor's response to the Invitation to Bid, including all documentation required thereunder.

### ARTICLE 2. DESCRIPTION OF GOODS OR SCOPE OF SERVICES

The Contractor shall provide the goods and/or perform those services identified in the specifications accompanying the City's Invitation to Bid, which are incorporated herein by reference.

### ARTICLE 3. COMPENSATION

The Contractor shall pay to the City, in compliance with the Pricing Schedule attached hereto and incorporated herein, according to the terms and specifications of the referenced Invitation to Bid.

### ARTICLE 4. MISCELLANEOUS PROVISIONS

a. Notice Format. All notices or other written communications required, contemplated, or permitted under this Agreement shall be in writing and shall be hand delivered, telecommunicated, or mailed by registered or certified mail (postage prepaid), return receipt requested, to the following addresses:

- i. As to the City: City of Delray Beach  
100 N.W. 1<sup>st</sup> Avenue  
Delray Beach, Florida 33444  
Attn: City Manager  
Email:
  
- ii. with a copy to: City of Delray Beach

100 N.W. 1<sup>st</sup> Avenue  
Delray Beach, Florida 33444  
Attn: City Attorney  
Email:

iii. As to the Contractor: Delray Intracoastal Cruises, LLC  
d/b/a Delray Yacht Cruises  
801 East Atlantic Avenue  
Delray Beach, Florida 33484  
Attn.: Joseph Reardon, Owner  
Email: [meghan@delrayyachtcruises.com](mailto:meghan@delrayyachtcruises.com)

b. Headings. The headings contained in this Agreement are for convenience of reference only and shall not limit or otherwise affect in any way the meaning or interpretation of this Agreement.

c. Effective Date. The effective date of this Agreement shall be as of the date it has been executed by both the parties hereto.

ARTICLE 5. CONTRACT TERM

This term of this Agreement shall be from the effective date through July 18, 2023 unless terminated earlier in accordance with terms set forth in the ITB.

(Remainder of this page is intentionally left blank.)

IN WITNESS WHEREOF, the parties have executed this Agreement on the dates hereinafter written.

[SEAL]

CITY OF DELRAY BEACH, FLORIDA

By: [Signature]  
Mark Lauzier, City Manager  
*Camp Gardner Yang, Acting City Manager*

ATTEST:

By: [Signature]  
Katerri Johnson, City Clerk

APPROVED AS TO FORM AND LEGAL SUFFICIENCY

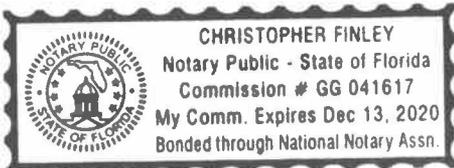
By: [Signature]  
R. Max Lohman, City Attorney

CONTRACTOR *Delray Intracoastal Cruises LLC*  
By: [Signature]  
Joseph L. Reardon  
Printed Name  
*owner*  
Title

[SEAL]

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of June, 2018, by Joseph L. Reardon, as Manager (name of officer or agent, title of officer or agent), of Delray Intracoastal Cruises, LLC (name of corporation acknowledging), a Florida LLC (state or place of incorporation) corporation, on behalf of the corporation. He/She is personally known to me or has produced [Signature] (type of identification) as identification



[Signature]  
Notary Public – State of Florida