

RESOLUTION NO. 2020- 161

A RESOLUTION BY THE BOARD OF COUNTY COMMISSIONER OF ST. JOHNS COUNTY, FLORIDA, AMENDING THE TERMS, PROVISIONS, CONDITIONS OF ITS EXISTING AGREEMENT WITH ST. JOHNS COUNTY VISITORS AND CONVENTION BUREAU AND AUTHORIZING THE CHAIR TO EXECUTE THE AMENDMENT ON BEHALF OF ST. JOHNS COUNTY

WHEREAS, on March 1, 2020, the State Surgeon General and State Health Officer declared that a Public Health Emergency exists in the State of Florida as a result of COVID-19; and

WHEREAS, on March 9, 2020, the Governor issued Executive Order 2020-52 declaring a state of emergency for the entire State of Florida as a result of COVID-19; and

WHEREAS, on March 16, 2020, President Donald J. Trump and the Centers for Disease Control and Prevention (CDC) issued the "15 Days to Slow the Spread" guidance advising individuals to adopt far-reaching social distancing measures; and

WHEREAS, on March 17, 2020, St. Johns County Emergency Proclamation No. 2020-1 declared a state of local emergency, pursuant to Chapter 252, Florida Statutes and St. Johns County Ordinance No. 2019-40, because of the severe threat that COVID-19 poses to St. Johns County, Florida; and

WHEREAS, pursuant to section 252.38(3)(a)(5), Florida Statutes, the Board of County Commissioners has extended the state of local emergency; and

WHEREAS, on April 1, 2020, the Governor issued Executive Order 20-91, directing all persons in the State of Florida to limit their movements and personal interactions outside of their homes to only those necessary to obtain or to provide essential services or conduct essential activities effective April 3, 2020 through April 30, 2020; and

WHEREAS, one of the purposes of the local, state and federal directives is to slow the potential for direct and community spread of COVID-19; and

WHEREAS, in 2018, the County and the VCB entered into an agreement, providing for professional advertising, marketing and promotional services aimed at attracting tourists and convention activity to all and any part of the geographic area within St. Johns County (Agreement); and

WHEREAS, the local, state and federal responses to COVID-19 have significantly impacted travel throughout the state, and particularly to and within the County; and

WHEREAS, the County and the Contractor mutually seek to amend the Agreement to revise the Annual Contract Price, modify the payment schedule and relax the Administrative Overhead Expenses provisions only for the remainder of Fiscal Year 2020.

NOW THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Johns County, Florida, that:

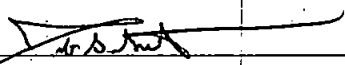
1. The above recitals are incorporated by reference into the body of this Resolution, and such

Recitals are adopted as Finding of Fact.

2. The Board of County Commissioners (Board) hereby approves the terms and conditions contained in the proposed amendment, attached hereto and incorporated herein.
3. Board authorizes the Chair to execute an amendment in substantially the same for and format as attached hereto.
4. To the extent that there are typographical errors that do not change the tone, tenor, or context of this Resolution, then this Resolution may be revised without subsequent approval of the Board of County Commissioners.


PASSED AND ADOPTED by the Board of County Commissioners of St. Johns County, Florida, this 5th day of May, 2020.

**BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA**



Jeb S. Smith, Chair

ATTEST: Brandon Patty, Clerk of Court

By: 

Deputy Clerk

Rendition Date: 5/7/20



THIS AGREEMENT AMENDMENT (Amendment) is entered into on this ____ day of May 2020, by and between **St. Johns County, Florida**, a political subdivision of the State of Florida ("**County**"), by and through its Board of County Commissioners, whose address is 500 San Sebastian View, St. Augustine, Florida 32084, and **St. Johns County Visitors and Convention Bureau, Inc. ("VCB")**, a not-for-profit corporation organized and existing under the laws of the State of Florida ("**VCB**") whose primary business address is 29 Old Mission Avenue, St. Augustine, Florida 32084.

RECITALS:

WHEREAS, on March 1, 2020, the State Surgeon General and State Health Officer declared that a Public Health Emergency exists in the State of Florida as a result of COVID-19; and

WHEREAS, on March 9, 2020, the Governor issued Executive Order 2020-52 declaring a state of emergency for the entire State of Florida as a result of COVID-19; and

WHEREAS, on March 16, 2020, President Donald J. Trump and the Centers for Disease Control and Prevention (CDC) issued the "15 Days to Slow the Spread" guidance advising individuals to adopt far-reaching social distancing measures; and

WHEREAS, on March 17, 2020, St. Johns County Emergency Proclamation No. 2020-1 declared a state of local emergency, pursuant to Chapter 252, Florida Statutes and St. Johns County Ordinance No. 2019-40, because of the severe threat that COVID-19 poses to St. Johns County, Florida; and

WHEREAS, pursuant to section 252.38(3)(a)(5), Florida Statutes, the Board of County Commissioners has extended the state of local emergency; and

WHEREAS, on April 1, 2020, the Governor issued Executive Order 20-91, directing all persons in the State of Florida to limit their movements and personal interactions outside of their homes to only those necessary to obtain or to provide essential services or conduct essential activities effective April 3, 2020 through April 30, 2020; and

WHEREAS, one of the purposes of the local, state and federal directives is to slow the potential for direct and community spread of COVID-19; and

WHEREAS, in 2018, the County and the VCB entered into an agreement, providing for professional advertising, marketing and promotional services aimed at attracting tourists and convention activity to all and any part of the geographic area within St. Johns County (Agreement); and

WHEREAS, the local, state and federal responses to COVID-19 have significantly impacted travel throughout the state, and particularly to and within the County; and

WHEREAS, the County and the Contractor mutually seek to amend the Agreement for the remainder of FY20 to revise the Annual Contract Price, modify the payment schedule and relax the Administrative Overhead Expenses provisions.

NOW THEREFORE, for valuable consideration, the sufficiency of which is hereby acknowledged, the County and the VCB agree that the Agreement shall be amended as follows:

1. The above Recitals are incorporated into the body of this Agreement, and such Recitals are adopted as findings of fact.

2. The Annual Contract Price for Fiscal Year 2020 is hereby revised to \$ 3,286,059.

3. The County shall pay the Contract Price as provided in the amended pay schedule attached hereto as "Amended Attachment C," and incorporated herein.

4. For the remainder of Fiscal Year 2020, Article 8, Subparagraph c.2 regarding the maximum amount of the Annual Contract Price that may be allocated to fund Administrative Overhead Expenses shall not be enforced. The parties hereby specifically acknowledge and understand that, unless otherwise mutually agreed in writing, this modification to Administrative Overhead Expenses shall only be effective until September 30, 2020.

5. To the extent that there is any conflict between the terms contained in the Agreement and this Amendment, this Amendment shall govern.

6. With the exception of the revisions and modifications detailed in this Amendment, all terms, conditions and provisions contained in the Agreement remain in full force and effect.

7. This Amendment shall effective upon the date of full execution by the parties hereto.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the parties have hereto executed this Agreement on the date and year below written.

St. Johns County, Florida
By and through its
Board of County Commissioners

By: _____
Jeb S. Smith, Chair

St. Johns County
Visitors and Convention Bureau

By: _____
President

Legal Review:

By: _____
Office of the County Attorney

ATTEST: St. Johns County Clerk of Court

By: _____

AMENDED ATTACHMENT C
FISCAL YEAR 2020 PAYMENT SCHEDULE OF ANNUAL CONTRACT PRICE
St. Johns County Visitors and Convention Bureau

	\$ 536,059*
October 15, 2019	\$ 525,000
November 15, 2019	\$ 500,000
December 15, 2019	\$ 475,000
January 15, 2020	\$ 450,000
February 15, 2020	\$ 400,000
March 15, 2020	\$ 400,000
April 15, 2020	\$ -
May 15, 2020	\$ -
June 15, 2020	\$ -
July 15, 2020	\$ -
August 15, 2020	\$ -
Total	\$ 3,286,059