



CONSTRUCTION PROJECT AGREEMENT

BETWEEN OWNER AND CONSTRUCTION MANAGER

CONTRACT NO: N/A
Amendment Number 1

RFQ NO: RFQ-REDM20/21-07

STATE FLAIR CODE: N/A

DMS CONTINUING
CONTRACT IDENTIFIER: CM223

PROJECT NAME AND LOCATION: Northwest Region - Statewide

CONSTRUCTION MANAGER: Cook Brothers, Inc.,
1255 Commerce Boulevard
Midway, Florida 32343
850-514-1006

ARCHITECT-ENGINEER: To Be Determined Upon Activation

Ron DeSantis
Governor

Pedro Allende
Secretary

AMENDMENT TO AGREEMENT FOR CONSTRUCTION SERVICES

This Amendment effective as of the date last signed below, by and Between Real Estate Development and Management, Department of Management Services, State of Florida, hereinafter called the owner, and:

COOK BROTHERS, INC., A FLORIDA CORPORATION
1255 COMMERCE BOULEVARD
MIDWAY, FLORIDA 32343
850-514-1006
FEDERAL TAX I.D. NUMBER: 59-2071294

hereinafter called the Construction Manager.

Witnesseth, that whereas the Owner and the Construction Manager entered into Agreement Number CM223 on January 21, 2022 for certain Construction Manager services.

NOW THEREFORE, in recognition of the good and valuable considerations exchanged between the parties, the Owner and the Construction Manager hereby covenant and agree to amend the original Agreement to replace Article 19 in its entirety and to incorporate Exhibit M and Exhibit N, attached hereto and made a part hereof by reference.

Article 19 is hereby deleted and replaced with the following:

ARTICLE 19 FEDERAL FUNDS APPLICABILITY

Article 19 refers to federal funding. The applicable federal authorization for funding governing this Agreement, including the performance period and the applicable regulations are set forth in Exhibit M, Federal Funding Information. The terms in this section apply if federal funds are used to fund this Project. This Article and the incorporated Exhibit M, Federal Funding Information, and Exhibit N, State Fiscal Recovery Fund Requirements, may be disregarded if federal funding is not used for this Project.

19.1 FEDERAL FUNDS APPLICABILITY

- 19.1.1 If this Agreement includes federal funding, the provisions of Exhibit N, State Fiscal Recovery Fund Requirements, incorporated herein by reference, apply to the Construction Manager to the extent applicable and as allowable by law. The term "subrecipient" as used in Exhibit N, State Fiscal Recovery Fund Requirements, shall apply to the Construction Manager.
- 19.1.2 If this Agreement contains \$10,000 or more of federal funds, the Construction Manager shall comply with Executive Order 11246, Equal Employment Opportunity, as amended by Executive Order 11375 and others, and as supplemented in Department of Labor regulation 41 CFR Part 60, if applicable.
- 19.1.3 If this Agreement contains over \$150,000 of federal funds, the Construction Manager shall comply with all applicable standards, orders, or regulations issued under section 306 of the Clean Air Act, as amended (42 U.S.C. § 7401 et seq.), section 508 of the Federal Water Pollution Control Act, as amended (33 U.S.C. § 1251 et seq.), Executive Order 11738, as amended, and, where applicable, and Environmental Protection

Agency regulations (2 CFR Part 1500). The Construction Manager shall report any violations of the above to the Owner.

- 19.1.4 If this Agreement contains over \$100,000 of federal funds and involves the employment of mechanics or laborers, the Construction Manager shall comply with 40 U.S.C. 3702 and 3704, as supplemented by 29 CFR Part 5. The Construction Manager must ensure that all contracts that meet the definition of "federally assisted construction contract" in 41 CFR Part 60-1.3 must include the equal opportunity clause provided under 41 CFR 60-1.4(b), in accordance with Executive Order 11246, "Equal Employment Opportunity" (30 FR 12319, 12935, 3 CFR Part, 1964-1965 Comp., p. 339), as amended by Executive Order 11375, "Amending Executive Order 11246 Relating to Equal Employment Opportunity," and implementing regulations at 41 CFR part 60, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor."
- 19.1.5 If the Construction Manager is a federal subrecipient or pass-through entity, then the Construction Manager and its subcontractors who are federal subrecipients or pass-through entities are subject to the following: A contract award (see 2 CFR § 180.220) must not be made to parties listed on the government-wide exclusions in the System for Award Management (SAM), in accordance with the OMB guidelines in 2 CFR Part 180 that implement Executive Orders 12549 and 12689, "Debarment and Suspension." SAM Exclusions contain the names of parties debarred, suspended, or otherwise excluded by agencies, as well as parties declared ineligible under statutory or regulatory authority other than Executive Order 12549.
- 19.1.6 If the Construction Manager is a federal subrecipient or pass-through entity, the Construction Manager and its subcontractors who are federal subrecipients or pass-through entities must determine whether or not its subcontracts are being awarded to a "contractor" or a "subrecipient," as those terms are defined in 2 CFR §200.01. If a Construction Manager or its subcontractor(s) are a subrecipient, the Construction Manager must ensure the Construction Manager and its subcontractor(s) adhere to all the applicable requirements in 2 CFR Part 200.
- 19.1.7 If this Agreement contains over \$2,000 of federal funds and is required by the applicable federal funding program legislation, the Construction Manager shall comply with the Davis-Bacon Act (40 U.S.C. 3141-3144, and 3146-3148), as supplemented by Department of Labor regulations (29 CFR Part 5, "Labor Standards Provisions Applicable to Contracts Covering Federally Financed and Assisted Construction"), and comply with the Copeland "Anti-Kickback" Act (40 U.S.C. 3145), as supplemented by Department of Labor regulations (29 CFR Part 3, "Contractors and Subcontractors on Public Building or Public Work Financed in Whole or in Part by Loans or Grants from the United States"). All applicable federal labor standards clauses are incorporated into the Construction Documents. The Construction Manager agrees to familiarize him/herself with "Making Davis-Bacon Work – A Contractor's Guide to Prevailing Wage Requirements for Federally-Assisted Construction Projects" and to comply with all applicable regulations.
- 19.1.8 If the Construction Manager is a federal subrecipient or pass-through entity, then the Construction Manager and its subcontractors who are federal subrecipients or pass-through entities must comply with the limitations set forth in 2 C.F.R. § 200.216.

19.1.9 If the Federal award meets the definition of “funding agreement” under 37 CFR § 401.2 (a) and the recipient or subrecipient wishes to enter into a contract with a small business firm or nonprofit organization regarding the substitution of parties, assignment or performance of experimental, developmental, or research work under that “funding agreement,” the recipient or subrecipient must comply with the requirements of 37 CFR Part 401, “Rights to Inventions Made by Nonprofit Organizations and Small Business Firms Under Government Grants, Contracts and Cooperative Agreements,” and any implementing regulations issued by the awarding agency.

19.2 FEDERAL LAWS, RULES, REGULATIONS, AND POLICIES

19.2.1 The Construction Manager shall comply with the provisions of Federal law and regulations including, but not limited to, 2 CFR Part 200, and other applicable regulations.

19.2.2 Performance under this Agreement is subject to the applicable provisions of 2 CFR Part 200, entitled “Uniform Administrative Requirement, Cost Principles, and Audit Requirements for Federal Awards” including the cost principles and restrictions on general provisions for selected items of cost.

19.2.3 The following 2 CFR requirements also apply to this Agreement:
(a) 2 CFR Part 24, Universal Identifier and System for Award Management;
(b) 2 CFR Part 170, Reporting Subaward and Executive Compensation Information;
(c) 2 CFR Part 180, OMB Guidelines to Agencies on Governmentwide Debarment and Suspension (Non-procurement).

19.2.4 The Construction Manager must disclose to the Department any lobbying with non-Federal funds in connection with obtaining any Federal award.

19.2.5 The Construction Manager must comply with section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act.

19.2.6 The Construction Manager should, as appropriate, and to the extent consistent with law, provide a preference for the purchase, acquisition, or use of goods, products, or materials produced in the United States as defined in 2 C.F.R. § 200.322.

19.2.7 In addition to the foregoing, if required by the applicable federal funding program, the Construction Manager will be governed by and shall comply with all applicable State and Federal laws, rules, regulations, and executive orders including, but not limited to, the applicable laws and regulations set forth in the Owner’s federal funding award. Any express reference in this Agreement to a particular statute, rule, or regulation in no way implies that other statutes, rules, or regulations do not apply.

19.2.8 Where applicable, when any Federal rule or regulation regarding Covid-19 response conflicts with State rules and regulations, the State of Florida rule or regulation will prevail with no consequence to the Owner.

19.3 FEDERAL FUNDING TERMS

- 19.3.1 The Construction Manager agrees to refund to the Owner any balance of unobligated funds advanced or paid to the Construction Manager.
- 19.3.2 The Construction Manager shall refund any monies used for ineligible purposes under the laws, rules, and regulations governing the use of the federal funds.
- 19.3.3 The Construction Manager shall cooperate and comply with any monitoring procedures, inspections, reviews, investigations, or audits related to the performance of this Agreement.
- 19.3.4 The Construction Manager shall identify an individual responsible for monitoring Construction Manager's and its subcontractor's performance under the terms of this Agreement including, but not limited to, the adherence to and compliance with all applicable federal funding requirements. This individual shall facilitate providing all reports, information, and documentation from the Construction Manager and its subcontractors needed to facilitate the Owner's federal funding reporting requirements. Written notice of the Construction Manager's current designated individual, and any subsequent changes to the selected individual, shall be provided to the Owner.
- 19.3.5 If the Construction Manager is a federal subrecipient or pass-through entity, the Construction Manager and Owner will, pursuant to Rule 69I-5.006(3), F.A.C., execute an additional document, which shall be an incorporated exhibit to this Agreement, containing the applicable audit requirements from Form DFS-A2-CL, Audit Requirements for Awards of State and Federal Financial Assistance (Rev. 11/18).
- 19.3.6 No federal funds received in connection with this Agreement may be used by the Construction Manager, agent acting for the Construction Manager, or subcontractor to influence legislation or appropriations pending before Congress or any State legislature.

This Amendment is hereby made a part of the Agreement. All other terms and conditions of the Agreement shall remain in full force and effect. Except as otherwise expressly set forth herein, the terms and conditions contained in the Agreement and subsequent amendments are unchanged. This Amendment sets forth the entire understanding between the Parties with regard to the subject matter hereof.

The remainder of this page intentionally left blank.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment the day and year last signed below.

COOK BROTHERS, INC.

Attest:

Approved:

By 
Jordan Peeples, Corporate Secretary

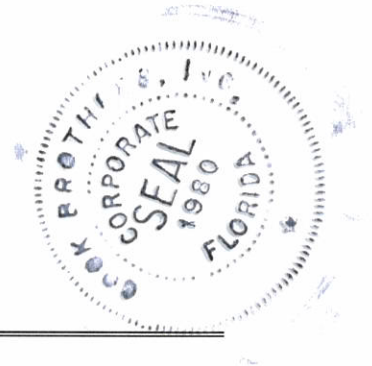
By 
S. Lamont Cook, President

Date Signed 03/27/2023

As Witnessed:

By 
René Caldwell, Office Manager

(Corporate Seal)



DEPARTMENT OF MANAGEMENT SERVICES

Attest:

Approved:

DocuSigned by:
Elishia Golden
SE4935AAD3504E1
By _____
Elishia Golden, Contracts Administrator
Real Estate Development and Management
Department of Management Services

DocuSigned by:
Tom Berger
4810BB6123614E1
By _____
Tom Berger, Director
Real Estate Development and Management
Department of Management Services

Date Signed 4/11/2023 | 6:49 AM EDT

As Witnessed:

DocuSigned by:
Jennifer Reed
EDF48F02A6B84B3
By _____
Jennifer Reed, Financial Procurement Administrator
Real Estate Development and Management
Department of Management Services

Exhibit M

FEDERAL FUNDING INFORMATION

If this Agreement contains Federal Grant Funding:

Federal Award Identification Number (FAIN): SLFRP0125.

STATE & FEDERAL AUTHORIZATIONS FOR FUNDING:

- Section 602(b) of the Social Security Act, as added by section 9901 of the American Rescue Plan Act (ARPA), Pub. L. No. 117-2 (March 11, 2021), Coronavirus State Fiscal Recovery Fund (SFRF).
- Section 152 of the 2021-2022 General Appropriations Act (Chapter 2021-36, Laws of Florida).
- Section 197 of the 2022-2023 General Appropriations Act (Chapter 2022-156, Laws of Florida).

APPLICABLE REGULATIONS:

- Treasury Final Rule (RIN 1505-AC77) 31 C.F.R. Part 35.
- Uniform Guidance (Section 2 Code of Federal Regulations Part 200).
- Assistance Listing Number (formerly known as CFDA Number): 21.027, Coronavirus State and Local Fiscal Recovery Funds.

PERFORMANCE PERIOD:

- All funds must be obligated (i.e., executed agreements/change orders) by December 31, 2024.
- All funds must be fully expended by December 31, 2026.

EXHIBIT N

STATE FISCAL RECOVERY FUND REQUIREMENTS FOR CONTRACT TERMS AND CONDITIONS

1. Subrecipient agrees to comply with the requirements of section 602 of the Social Security Act (the Act), regulations adopted by Treasury pursuant to section 602(f) of the Act, and guidance issued by Treasury regarding the foregoing. Subrecipient also agrees to comply with all other applicable federal statutes, regulations, and executive orders, and Subrecipient shall provide for such compliance by other parties in any agreements it enters into with other parties relating to this award.
2. Costs must be reasonable and allocable as outlined in 2 CFR 200.404 and 2 CFR 200.405.
3. Maintenance of and Access to Records
 - a. Subrecipient shall maintain records and financial documents sufficient to evidence compliance with section 602(c), Treasury's regulations implementing that section, and guidance issued by Treasury regarding the foregoing.
 - b. The Treasury Office of Inspector General and the Government Accountability Office, or their authorized representatives, shall have the right of access to records (electronic and otherwise) of Subrecipient in order to conduct audits or other investigations.
 - c. Records shall be maintained by Subrecipient for a period of five (5) years after all funds have been expended or returned to Treasury, whichever is later.
4. Pre-award costs, as defined in 2 C.F.R. § 200.458, may not be paid with funding from this award.
5. Conflicts of Interest. Subrecipient understands and agrees it must maintain a conflict of interest policy consistent with 2 C.F.R. § 200.318(c) and that such conflict of interest policy is applicable to each activity funded under this award. Subrecipients must disclose in writing to Treasury or the pass-through entity, as appropriate, any potential conflict of interest affecting the awarded funds in accordance with 2 C.F.R. § 200.112.
6. 2 C.F.R. Part 200 – Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards. The following 2 CFR Policy requirements do not apply to the SFRF program:
 - 2 CFR Part 200, Subpart C, Pre-Federal Award Requirements and Contents of Federal Awards
 - 2 C.F.R. § 200.204 (Notices of Funding Opportunities);
 - 2 C.F.R. § 200.205 (Federal awarding agency review of merit of proposal);
 - 2 C.F.R. § 200.210 (Pre-award costs); and
 - 2 C.F.R. § 200.213 (Reporting a determination that a non-Federal entity is not qualified for a Federal award).
 - 2 CFR Part 200, Subpart D, Post Federal; Award Requirements
 - 2 C.F.R. § 200.305 (b)(8) and (9) (Federal Payment);
 - 2 C.F.R. § 200.308 (revision of budget or program plan);
 - 2 C.F.R. § 200.309 (modifications to period of performance); and
 - 2 C.F.R. § 200.320(c)(4) (noncompetitive procurement).
7. Single Audit Act requirements – 2 CFR 200, Subpart F – Audit Requirements of the Uniform Guidance
 - Subrecipients that expend more than \$750,000 in Federal awards during their fiscal year will be subject to an audit under the Single Audit Act and its implementing regulation at 2 CFR Part 200, Subpart F regarding audit requirements. (See Compliance Supplement #21.027)
8. All contracts in excess of \$100,000 with respect to capital expenditures or infrastructure (i.e., EC 5) that involve employment of mechanics or laborers must include a provision for compliance with certain provisions of the Contract Work Hours and Safety Standards.
9. Reporting Subaward and Executive Compensation Information, 2 C.F.R. Part 170 (Appendix A).
10. SAM.gov Requirements – All eligible Subrecipients are required to have an active registration with the System for Award Management ("SAM") (<https://www.sam.gov>) pursuant to 2 CFR Part 25.
11. Governmentwide Requirements for Drug-Free Workplace, 31 C.F.R. Part 20.
12. New Restrictions on Lobbying, 31 C.F.R. Part 21.
13. Recipient Integrity and Performance Matters, 2 CFR Part 200, Appendix XII to Part 200.
14. Uniform Relocation Assistance and Real Property Acquisitions Act of 1970 (42 U.S.C. §§ 4601-4655) and implementing regulations.

EXHIBIT N - Continued**STATE FISCAL RECOVERY FUND REQUIREMENTS FOR CONTRACT TERMS AND CONDITIONS**

15. Statutes and regulations prohibiting discrimination applicable to this award, without limitation, include:
 - a. Title VI of the Civil Rights Act of 1964 (42 U.S.C. §§ 2000d et seq.) and Treasury's implementing regulations at 31 C.F.R. Part 22, which prohibit discrimination on the basis of race, color, or national origin.
 - b. The Fair Housing Act, Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§ 3601 et seq.), which prohibits discrimination in housing on the basis of race, color, religion, national origin, sex, familial status, or disability;
 - c. Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. § 794), which prohibits discrimination on the basis of disability under any program or activity.
 - d. The Age Discrimination Act of 1975, as amended (42 U.S.C. §§ 6101 et seq.), and Treasury's implementing regulations at 31 C.F.R. Part 23, which prohibit discrimination on the basis of age in programs or activities.
 - e. Title II of the Americans with Disabilities Act of 1990, as amended (42 U.S.C. §§ 12101 et seq.), which prohibits discrimination on the basis of disability under programs, activities, and services.
16. Publications. Any publications produced with funds from this award must display the following language: "This project [is being] [was] supported, in whole or in part, by federal award number [enter project FAIN] awarded to [name of Subrecipient] by the U.S. Department of the Treasury."
17. Hatch Act. (5 U.S.C. 1501-1508 and 7324-7328), as applicable, limits certain political activities of State or local government employees whose principal employment is in connection with an activity financed in whole or in part by this federal assistance.
18. False Statements. Subrecipient understands that making false statements or claims in connection with this award is a violation of federal law and may result in criminal, civil, or administrative sanctions, including fines, imprisonment, civil damages and penalties, debarment from participating in federal awards or contracts, and/or any other remedy available by law.
19. Protections for Whistleblowers.
 - a. In accordance with 41 U.S.C. § 4712, Subrecipient may not discharge, demote, or otherwise discriminate against an employee in reprisal for disclosing to any of the list of persons or entities provided below, information that the employee reasonably believes is evidence of gross mismanagement of a federal contract or grant, a gross waste of federal funds, an abuse of authority relating to a federal contract or grant, a substantial and specific danger to public health or safety, or a violation of law, rule, or regulation related to a federal contract (including the competition for or negotiation of a contract) or grant.
 - b. The list of persons and entities referenced in the paragraph above includes the following:
 - i. A member of Congress or a representative of a committee of Congress;
 - ii. An Inspector General;
 - iii. The Government Accountability Office;
 - iv. A Treasury employee responsible for contract or grant oversight or management;
 - v. An authorized official of the Department of Justice or other law enforcement agency;
 - vi. A court or grand jury; or vii. A management official or other employee of Subrecipient, contractor, or subcontractor who has the responsibility to investigate, discover, or address misconduct.
 - c. Subrecipient shall inform its employees in writing of the rights and remedies provided under this section, in the predominant native language of the workforce.
20. Increasing Seat Belt Use in the United States. Pursuant to Executive Order 13043, 62 FR 19217 (Apr. 18, 1997), Subrecipient should encourage its contractors to adopt and enforce on-the-job seat belt policies and programs for their employees when operating company-owned, rented or personally owned vehicles.
21. Reducing Text Messaging While Driving. Pursuant to Executive Order 13513, 74 FR 51225 (Oct. 6, 2009), Subrecipient should encourage its employees, subrecipients, and contractors to adopt and enforce policies that ban text messaging while driving, and Subrecipient should establish workplace safety policies to decrease accidents caused by distracted drivers.
22. States must ensure that every contract includes the applicable contract clauses required by 2 CFR section 200.327 (Appendix II to Part 200).