

RESOLUTION AND ORDER NO. 12-16-865

OF THE BOARD OF DIRECTORS OF THE EDWARDS AQUIFER AUTHORITY APPROVING A ONE-YEAR RENEWAL AND EXTENSION OF A CONTRACT BETWEEN THE EAA AND WICKLEY, LLC. FOR CONTINUED DEVELOPMENT AND MAINTENANCE OF TWO (2) EAA MANAGED WEBSITES IN AN AMOUNT NOT TO EXCEED \$143,800, FOR THE PERIOD JANUARY 1, 2017, THROUGH DECEMBER 31, 2017, AND AUTHORIZING THE GENERAL MANAGER TO EXECUTE THE DOCUMENTS NECESSARY TO EFFECTUATE THE CONTRACT RENEWAL AND EXTENSION.

WHEREAS, the Edwards Aquifer Authority ("EAA") was created by the Edwards Aquifer Authority Act of May 30, 1993, 73rd Leg., R.S., ch. 626, 1993 Tex. Gen. Laws 2350; as amended ("Act"); and

WHEREAS, under Section 1.02 of the Act, the EAA is a conservation and reclamation district created by virtue of Article XVI, Section 59 of the Texas Constitution, and is a governmental agency and body politic and corporate vested with the full authority to exercise the powers and to perform the functions specified in the Act; and

WHEREAS, under Section 1.08(a) of the Act, the EAA has all the powers, rights and privileges necessary to manage, conserve, preserve, and protect the Edwards Aquifer ("Aquifer") and to increase the recharge of, and prevent the waste or pollution of water in, the Aquifer; and

WHEREAS, under 1.11(d)(2) of the Act, and other applicable law, the EAA may enter into contracts; and

WHEREAS, on January 14, 2014, the EAA entered into that certain original EAA Contract No. 13-680-PPEA ("Contract") between the EAA and Wickley, LLC to provide for the continued development and maintenance of the two EAA managed websites; and

WHEREAS, on December 1, 2014, the Contract was amended to, among other things, (1) change the Contract term to January 1, 2015, through December 31, 2015; and (2) allow for two, one-year renewals of the Contract; and

WHEREAS, the EAA desires to exercise its right to renew and extend for an additional one-year period of time; and

WHEREAS, this renewal and extension is the second of two possible renewal and extension periods provided for under the Contract, as amended; and

WHEREAS, on December 5, 2016, the Executive Committee, voted to recommend that the EAA Board of Directors ("Board") adopt a resolution and order approving a one-year renewal and extension of the Contract with Wickley, LLC to continue to provide development and maintenance of the two EAA managed websites, in an amount not to exceed \$143,800 for the

period January 1, 2017 through December 31, 2017; and authorizing the general manager to execute the documents necessary to effectuate the renewal and extension; and

WHEREAS, Article 10.02(b) of the EAA Bylaws requires that any agreement, contract, or any other procurement instrument whose value exceeds \$100,000 be approved by a written resolution of the EAA Board; and

WHEREAS, the total amount to be paid to Wickley, LLC under the terms of the renewal and extension of the Contract will exceed \$100,000; and

WHEREAS, the original Contract, amendment thereto, and renewal and extension documents for the Contract were reviewed by EAA legal counsel prior to Board approval; and

WHEREAS, a regular meeting of the Board of the EAA was held on December 13, 2016, at 3:00 p.m., notice of the public meeting having been duly and properly posted in accordance with Chapter 551, Texas Government Code; and

WHEREAS, an agenda item was duly listed in the notice of public meeting that is the subject of this Resolution and Order; and

WHEREAS, a majority of the Directors of the Board were present and constituted a quorum; and

WHEREAS, a vote of the majority of the quorum of the Board present passed on, voted in favor of, and adopted the following Resolution and Order; and

WHEREAS, it is in the public interest that the EAA approve the renewal and extension of the Contract for an additional one-year period.

NOW, THEREFORE, BE IT RESOLVED AND ORDERED BY THE BOARD OF DIRECTORS OF THE EDWARDS AQUIFER AUTHORITY THAT:

- Section 1. The recitals set out above are found to be true and correct, and they are hereby adopted by the Board of Directors and are made a part of this Resolution and Order for all purposes.
- Section 2. The Board of Directors hereby approves the renewal and extension of Contract No. 13-680-PPEA between the EAA and Wickley, LLC for a additional one-year period being the second of two possible renewals and extensions, in an amount not to exceed \$143,800 to continue to provide development and maintenance of the two EAA managed websites for the period January 1, 2017 through December 31, 2017.
- Section 3. The General Manager is authorized to execute and deliver the documents necessary to effectuate the renewal and extension attached hereto and release payment required by the Contract as renewed and extended.

Section 4. This Resolution and Order shall become effective from and after its adoption.

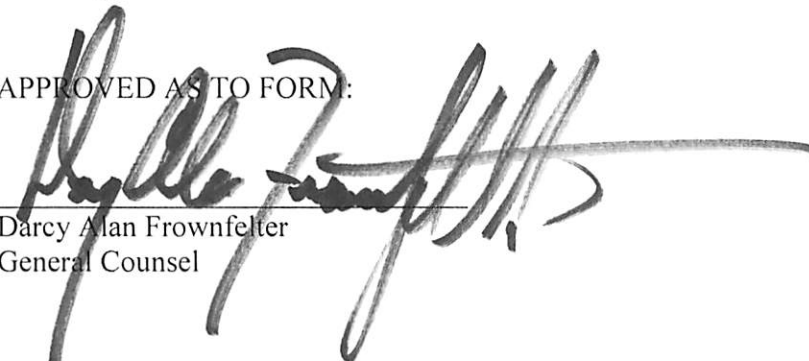
PASSED AND APPROVED BY THE BOARD OF DIRECTORS OF THE EDWARDS
AQUIFER AUTHORITY THIS 13th DAY OF DECEMBER, 2016.

Luana Buckner
Chairman, Board of Directors

ATTEST:

Enrique P. Valdivia
Secretary, Board of Directors

APPROVED AS TO FORM:



Darcy Alan Frownfelter
General Counsel