

**AMENDMENT TO RIVER TO SEA TPO
AGREEMENT WITH TINDLE OLIVER & ASSOCIATES**

THIS AMENDMENT (hereinafter referred to as the “Amendment”) is by and between the River to Sea TPO and whose address is 2570 West International Speedway Boulevard., Suite 100 Daytona Beach, Florida 32114, hereinafter referred to as the “TPO”, and Tindle Oliver & Associates Inc. a transit planning consultant firm, whose corporate address is 1000 North Ashley Drive, Suite 400, Tampa, FL 33602, hereinafter referred to as the “CONSULTANT or CONTRACTOR”. The TPO and the CONSULTANT/CONTRACTOR are collectively referred to herein as the Parties and agree to amend the TPO’s agreement with the CONSULTANT/CONTRACTOR, dated May 2, 2016 (hereinafter referred to as the “Agreement”) is with this Amendment being made and entered into the later date as set forth in the signature blocks below:

IN CONSIDERATION of the mutual covenants and agreement herein made and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Parties agree as follows:

Section 1. Amendment Of Agreement. The following provision is hereby added to the Agreement and the Agreement is amended as follows:

APPENDICES A AND E

During the performance of this contract, the contractor, for itself, its assignees and successors in interest (hereinafter referred to as the “Contractor”) agrees as follows:

- 1) **Compliance with Regulations:** The Contractor shall comply with the Regulations relative to nondiscrimination in Federally-assisted programs of the U.S. Department of Transportation (hereinafter, “USDOT”) Title 49, Code of Federal Regulations, Part 21, as they may be amended from time to time, (hereinafter referred to as the Regulations), which are herein incorporated by reference and made a part of this Agreement.
- 2) **Nondiscrimination:** The Contractor, with regard to the work performed during the contract, shall not discriminate on the basis of race, color, national origin, sex, age,

disability, religion or family status in the selection and retention of subcontractors, including procurements of materials and leases of equipment. The Contractor shall not participate either directly or indirectly in the discrimination prohibited by section 21.5 of the Regulations, including employment practices when the contract covers a program set forth in Appendix B of the Regulations.

- 3) **Solicitations for Subcontractors, including Procurements of Materials and Equipment:** In all solicitations made by the contractor, either by competitive bidding or negotiation for work to be performed under a subcontract, including procurements of materials or leases of equipment; each potential subcontractor or supplier shall be notified by the Contractor of the Contractor's obligations under this contract and the Regulations relative to nondiscrimination on the basis of race, color, national origin, sex, age, disability, religion or family status.
- 4) **Information and Reports:** The Contractor shall provide all information and reports required by the Regulations or directives issued pursuant thereto, and shall permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the *Florida Department of Transportation, the Federal Highway Administration, Federal Transit Administration, Federal Aviation Administration, and/or the Federal Motor Carrier Safety Administration* to be pertinent to ascertain compliance with such Regulations, orders and instructions. Where any information required of a Contractor is in the exclusive possession of another who fails or refuses to furnish this information the Contractor shall so certify to the *Florida Department of Transportation, the Federal Highway Administration, Federal Transit Administration, Federal Aviation Administration, and/or the Federal Motor Carrier Safety Administration* as appropriate, and shall set forth what efforts it has made to obtain the information.
- 5) **Sanctions for Noncompliance:** In the event of the Contractor's noncompliance with the nondiscrimination provisions of this contract, the *Florida Department of Transportation* shall impose such contract sanctions as it or the *Federal Highway Administration, Federal Transit Administration, Federal Aviation Administration and/or the Federal Motor Carrier Safety Administration* may determine to be appropriate, including, but not limited to:
 - a) Withholding of payments to the Contractor under the contract until the Contractor complies; and/or
 - b) Cancellation, termination or suspension of the contract, in whole or in part.
- 6) **Incorporation of Provisions:** The Contractor shall include the provisions of paragraphs (1) through (7) in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Regulations, or directives issued pursuant hereto. The Contractor shall take such action with respect to any subcontract or procurement as the *Florida Department of Transportation, the Federal Highway Administration, Federal Transit Administration, Federal Aviation Administration, and/or the Federal Motor Carrier Safety Administration* may direct as a means of enforcing such provisions including sanctions for noncompliance. In the event a Contractor becomes involved in, or is threatened with, litigation with a sub-contractor or supplier as a result of such direction, the Contractor may

request the Florida Department of Transportation to enter into such litigation to protect the interests of the Florida Department of Transportation, and in addition, the Contractor may request the United States to enter into such litigation to protect the interests of the United States.

- 7) **Compliance with Nondiscrimination Statutes and Authorities:** Title VI of the Civil Rights Act of 1964 (42 U.S.C. S2000d et seq., 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin); and 49 CFR Part 21; The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 U.S.C. S 4601), (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects); Federal-Aid Highway Act of 1973, (23 U.S.C. S 324 et seq.), (prohibits discrimination on the basis of sex); Section 504 of the Rehabilitation Act of 1973, (29 U.S.C. S 794 et seq.) as amended, (prohibits discrimination on the basis of disability); and 49 CFR Part 27; the Age Discrimination Act of 1975, as amended, (42 U.S.C. S6101 et. Seq.), (prohibits discrimination on the basis of age); Airport and Airway Improvement Act of 1982, (49 U.S.C. S 471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex); the Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms "programs or activities" to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not); Titles II and III of the Americans with Disabilities Act, which prohibits discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 U.S.C. SS 12131 – 12189) as implemented by Department of Transportation regulations at 49 C.F.R. parts 37 and 38; the Federal Aviation Administration's Nondiscrimination statute (49 U.S.C. S 47123) (prohibits discrimination on the basis of race, color, national origin, and sex); Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures non-discrimination against minority populations by discouraging programs, policies and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations; Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (70 Fed. Reg. at 74087 to 74100); Title IX of the Education Amendments of 1972, as amended, which prohibits from discriminating because of sex in education programs or activities (20 U.S.C. 1681 et seq).

Section 2. Effect Of Amendment. This Amendment shall take effect upon full

execution hereof by the TPO and the Consultant/Contractor. All other terms and conditions of

the Agreement, as it may have been amended, shall remain in effect and binding and the said Agreement and this Amendment shall be read in harmony and *in pari materia*.

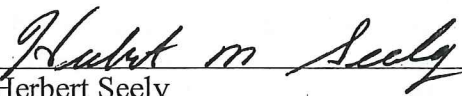
IN WITNESS WHEREOF, the TPO and the CONSULTANT/CONTRACTOR have caused this Amendment to be duly executed by their duly authorized representatives as of the dates written below.

RIVER TO SEA TPO

ATTEST:


Lois Bollenback, TPO Executive Director

ATTEST:

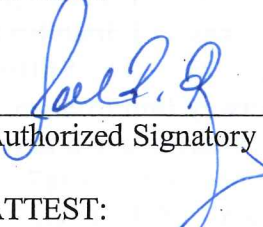

Herbert Seely
CFO

Approved as to Form and Legality:


Lonnie Groot, TPO Attorney

CONSULTANT/CONTRACTOR:

ATTEST:


Authorized Signatory

ATTEST:


Authorized Signatory