

**RESOLUTION NO. \_\_\_\_\_**

**A RESOLUTION AUTHORIZING EXECUTION OF A FIRST AMENDMENT TO A  
PROFESSIONAL ENGINEERING SERVICES AGREEMENT  
BETWEEN THE VILLAGE OF DOWNERS GROVE  
AND ENGINEERING RESOURCE ASSOCIATES, INC.**

BE IT RESOLVED by the Village Council of the Village of Downers Grove, DuPage County, Illinois, as follows:

1. That the form and substance of a certain First Amendment (the “Amendment”), between the Village of Downers Grove (the “Village”) and Engineering Resource Associates, Inc. (“Consultant”), for stormwater review professional services, as set forth in the form of the Amendment submitted to this meeting with the recommendation of the Village Manager, is hereby approved.

2. That the Village Manager and Village Clerk are hereby respectively authorized and directed for and on behalf of the Village to execute, attest, seal and deliver the Amendment, substantially in the form approved in the foregoing paragraph of this Resolution, together with such changes as the Manager shall deem necessary.

3. That the proper officials, agents and employees of the Village are hereby authorized and directed to take such further action as they may deem necessary or appropriate to perform all obligations and commitments of the Village in accordance with the provisions of the Amendment.

4. That all resolutions or parts of resolutions in conflict with the provisions of this Resolution are hereby repealed.

5. That this Resolution shall be in full force and effect from and after its passage as provided by law.

\_\_\_\_\_  
Mayor

Passed:

Attest: \_\_\_\_\_  
Village Clerk

**FIRST AMENDMENT TO AGREEMENT  
FOR PROFESSIONAL ENGINEERING SERVICES**

The Agreement dated September 16, 2008 by and between Engineering Resource Associates, Inc. ("Consultant") and the Village of Downers Grove ("Village") is hereby amended as follows (additions are **bold and underlined**, deletions are stricken):

1. Section I, Scope of Services shall be amended as follows:

See attached Proposal incorporated herein by reference as Exhibit A **and the Proposal dated October 5, 2009 entitled "Contract Renewal and Amendment No. 1 for the In-House Engineering Assistance Services" attached hereto and herein incorporated as Exhibit E.**

2. Section II, Term of the Agreement shall be amended as follows:

A. The term of this Agreement shall be one (1) year from the date ~~first written above~~ **of this First Amendment** with ~~two~~ **one** optional one year renewals in accordance with the Village Purchasing Policy or until its termination pursuant to Section V (D).

3. Section III, Compensation shall be amended as follows:

**A. Basic Fees:**

**As set forth in Exhibit E, fees for the services described herein shall be in an amount not to exceed \$54,000.00.** Attached hereto and herein incorporated are ~~the Scope of Service/Compensation Arrangements (Exhibit A)~~, Standard Charges for Professional Services (**Exhibit B**) and Stormwater Review Compensation Structure dated August 14, 2008 (**Exhibit C**). All fees shall be based upon the structure set forth in Exhibit ~~A~~, B, and C **and E.**

IN WITNESS WHEREOF, the Parties have executed this Agreement on the date indicated above.

ENGINEERING RESOURCE ASSOCIATES,  
INC.

VILLAGE OF DOWNERS GROVE

BY: \_\_\_\_\_

By: \_\_\_\_\_

TITLE: \_\_\_\_\_

VILLAGE MANAGER

DATE:

DATE: