

**SEMINOLE COUNTY GOVERNMENT  
AGENDA MEMORANDUM**

**SUBJECT:** Central Florida Commuter Rail Resolution for Second Amendment to Interlocal Agreement

**DEPARTMENT:** County Manager Office

**DIVISION:**

**AUTHORIZED BY:** Joe Forte

**CONTACT:** Sabrina O'Bryan

**EXT:** 7224

**MOTION/RECOMMENDATION:**

Adopt a Resolution to authorize the execution of the Second Amendment to Interlocal Operating Agreement for the Operation of the Central Florida Commuter Rail System.

County-wide

Jerry McCollum

**BACKGROUND:**

The State of Florida, Department of Transportation and the Central Florida Commuter Rail Commission have entered into an Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System. Orange County, Osceola County, Seminole County, Volusia County, the City of Orlando, FDOT and the Commission have entered into a First Amendment to Interlocal Agreement for the Operation of the Central Florida Commuter Rail System to extend the deadline set forth in Subsection (D) of Section 3.02 of the Original Operating Agreement from December 31, 2008 to December 31, 2009. FDOT and the Central Florida Commuter Rail Commission now desire to further extend the deadline set forth in subsection D or Section 3.02 of the Original Operating Agreement, as amended by the First Amendment, from December 31, 2009 to December 31, 2010.

**STAFF RECOMMENDATION:**

Staff recommends that the Board adopt the Resolution to authorize the execution of the Second Amendment to Interlocal Operating Agreement for the Operation of the Central Florida Commuter Rail System.

**ATTACHMENTS:**

- 1. Resolution

**Additionally Reviewed By:**  
 County Attorney Review ( Matthew Minter )



**COUNTY ATTORNEY'S OFFICE  
MEMORANDUM**

To: Joe Forte, Acting County Manager  
Sabrina O'Bryan, Assistant County Manager ✓

From: Matthew G. Minter, Deputy County Attorney

Date: October 30, 2009

Subject: Resolution re: Central Florida Commuter Rail

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Please find attached a proposed Resolution along with the Second Amendment to Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System for your review.

If you would like me to prepare a brief memorandum relating to the Resolution for the Board's agenda, please let me know.

MGM/lpk

cc: Robert A. McMillan, County Attorney

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF SEMINOLE COUNTY, FLORIDA RELATING TO THE CENTRAL FLORIDA COMMUTER RAIL SYSTEM; CONSENTING TO EXECUTION BY THE CENTRAL FLORIDA COMMUTER RAIL COMMISSION OF THE SECOND AMENDMENT TO INTERLOCAL OPERATING AGREEMENT FOR OPERATION OF THE CENTRAL FLORIDA COMMUTER RAIL SYSTEM; PROVIDING FOR CONFLICTS AND SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the State of Florida, Department of Transportation ("FDOT") and the Central Florida Commuter Rail Commission (the "Commission") have entered into an Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System (the "Original Operating Agreement"); and

WHEREAS, with consent of Orange County, Osceola County, Seminole County, Volusia County, and the City of Orlando, as required by the Interlocal Governance Agreement for Creation of the Central Florida Commuter Rail Commission (the "Interlocal Governance Agreement"), FDOT and the Commission have entered into a First Amendment to Interlocal Operating Agreement for the Operation of the Central Florida Commuter Rail System (the "First Amendment") to extend the deadline set forth in subsection (D) of Section 3.02 of the Original Operating Agreement from December 31, 2008 to December 31, 2009; and

WHEREAS, FDOT and the Commission now desire to further extend the deadline set forth in subsection (D) of Section 3.02 of the Original Operating Agreement, as amended by the First Amendment, from December 31, 2009 to December 31, 2010; and

WHEREAS, the Seminole County Board of County Commissioners (the "Board") desires to authorize execution of the Second Amendment to

Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System to extend the deadline set forth in subsection (D) of Section 3.02 of the Original Operating Agreement,

**NOW, THEREFORE, BE IT RESOLVED:**

1. The Board hereby consents to execution by the Commission of the Second Amendment to Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System, attached hereto as Appendix A.

2. All sections or parts of sections of all resolutions or parts of resolutions in conflict herewith are hereby repealed to the extent of such conflict. If any section, subsection, sentence, clause or provision of this Resolution is held unconstitutional, inoperative, or void by a court of competent jurisdiction, such holding shall not affect the remainder of the Resolution.

3. This Resolution shall take effect immediately upon its adoption.

ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

ATTEST:

BOARD OF COUNTY COMMISSIONERS  
SEMINOLE COUNTY, FLORIDA

\_\_\_\_\_  
MARYANNE MORSE  
Clerk to the Board of  
County Commissioners of  
Seminole County, Florida.

By: \_\_\_\_\_  
BOB DALLARI, Chairman

Date: \_\_\_\_\_

**SECOND AMENDMENT TO INTERLOCAL OPERATING AGREEMENT FOR  
OPERATION OF THE CENTRAL FLORIDA COMMUTER RAIL SYSTEM**

**THIS SECOND AMENDMENT TO INTERLOCAL OPERATING AGREEMENT**

(this "Second Amendment"), is made and entered into by and between the State of Florida, Department of Transportation ("FDOT"), an agency of the State of Florida, and the Central Florida Commuter Rail Commission (the "Commission"), a legal entity and public body created by Orange County, Osceola County, Seminole County, the County of Volusia, and the City of Orlando (collectively, the "Local Government Partners") pursuant to Section 163.01, Florida Statutes.

**W I T N E S S E T H:**

**WHEREAS**, FDOT and the Commission have entered into an Interlocal Operating Agreement for Operation of the Central Florida Commuter Rail System (the "Original Operating Agreement"); and

**WHEREAS**, with consent of the Local Government Partners, as required by the Interlocal Governance Agreement for Creation of the Central Florida Commuter Rail Commission (the "Interlocal Governance Agreement"), FDOT and the Commission have entered into a First Amendment to Interlocal Operating Agreement for the Operation of the Central Florida Commuter Rail System (the "First Amendment") to extend the deadline set forth in subsection (D) of Section 3.02 of the Original Operating Agreement from December 31, 2008 to December 31, 2009; and

**WHEREAS**, FDOT and the Commission now desire to further extend the deadline set forth in subsection (D) of Section 3.02 of the Original Operating Agreement, as amended by the First Amendment (collectively, the "Current Operating Agreement") from December 31, 2009 to December 31, 2010; and

**WHEREAS**, the Local Government Partners have all consented to the execution of this Second Amendment, as required by the Interlocal Governance Agreement;

**NOW THEREFORE**, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

**SECTION 1. ACQUISITION OF THE CORRIDOR.** Subsection (D) of Section 3.02 of the Current Operating Agreement is hereby amended as follows:

**SECTION 3.02. ACQUISITION OF THE CORRIDOR.** FDOT agrees to use its best efforts to acquire the Corridor from CSXT for the benefit of the Commuter Rail System, Freight Rail Service and intercity passenger rail service.

\* \* \*

(D) If the legislation described in subsection (C) or something substantially similar which accomplishes the same intent and purpose (and includes the provisions proposed by the Commission and Local Government Partners) is not enacted or FDOT is unable to acquire the Corridor for any other reason prior to ~~December 31, 2009~~ December 31, 2010, this Interlocal Operating Agreement shall be terminated pursuant to Section 6.02(B)(3) hereof.

**SECTION 2. COUNTERPARTS.** This Second Amendment may be executed in multiple counterparts. Each such counterpart shall be deemed an original of this Second Amendment, so that in making proof of this Second Amendment, it shall only be necessary to produce or account for one such counterpart.

**SECTION 3. STATUS OF CURRENT OPERATING AGREEMENT.** Except as expressly modified by this Second Amendment, the Current Operating Agreement shall be and remain in full force and effect.

**IN WITNESS WHEREOF,** FDOT and the Commission have caused this Second Amendment to be executed and delivered this \_\_\_\_ day of December, 2009.

**By and for the Central Florida Commuter Rail Commission**

\_\_\_\_\_ Date: \_\_\_\_\_

**By and for the State of Florida, Department of Transportation**

\_\_\_\_\_ Date: \_\_\_\_\_  
Secretary, District 5

\_\_\_\_\_ Date: \_\_\_\_\_  
Legal Review