

## **Agreement for Government Banking Services**

This Agreement for Government Banking Services is made as of this 1 day of October 2018, between **the Village of Wellington** (the “Client”) and **Bank of America, N.A.**, a national banking association (the “Bank”).

WHEREAS, the City of Boca Raton (“City”) issued Request for Proposal 2013-030 (“RFP”) for providing banking services identified in the RFP (the “Services”) on February 25, 2013; and

WHEREAS, the Bank was the successful bidder under the RFP, having submitted its bid response on March 18, 2013; and

WHEREAS, the City and the Bank entered into Agreement for Banking Services dated September 6, 2013(the “Agreement”) which has been extended effective October 1, 2018;

WHEREAS, the Client wishes to receive the Services under the same terms, conditions and pricing established through the RFP and Proposal, the parties wish to enter into this Agreement for the purpose of specifying the term and constituent documents of the agreement between Client and Bank regarding the Services; and

NOW, THEREFORE, in consideration of the foregoing, the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1. Integrated Agreement. The entire and integrated Agreement between Client and Bank related to the Services shall consist of this Agreement, Bank’s Treasury Services Terms and Conditions booklet (including user documentation and set-up forms) dated February 12, 2009 (“Booklet”), Bank’s Deposit Agreement and Disclosures booklet, Bank’s Proposal and RFP. All references to “City of Boca Raton” contained in the RFP and Proposal shall be construed for the purposes of this Agreement as applying to Client to the extent applicable except as otherwise provided in this Agreement. In the event of conflict among any of the provisions of the preceding documents, such documents shall govern in the following order of precedence: (1) this Agreement, (2) the Booklet, (3) Bank’s Deposit Agreement and Disclosures booklet, (4) the Proposal and (5) the RFP. The integrated agreement supersedes all prior negotiations, representations, statements and agreements, whether written or oral, regarding the Services.

2. Commencement of Performance. Except as otherwise agreed by the Parties, Bank shall begin performing each Service upon execution and delivery of this Agreement, and related set-up form(s). Bank shall continue to perform such Services during the term of this Agreement.

3. Term. The term of the Agreement shall commence on October 1, 2018 for two (2) years, through September 30, 2020. The Agreement may be further extended by mutual consent of the parties.

4. Services. Services shall be provided pursuant to the Booklet and in accordance with the Proposal. Services utilized but not covered in the Proposal, and assessments such as FDIC charges, will appear on the Client's monthly account analysis statements. Pricing for additional services and options that the Client may want to add in the future will be negotiated at the time of set-up and upon execution of applicable documentation, if required.

5. Assignment. Neither Party may assign this Agreement without the consent of the other, except that the Bank may assign this Agreement to another Bank of America affiliate upon prior written notice.

6. Notices. Except as may otherwise be specified in the applicable service-level agreement(s) or set-up form(s), notices to either Party shall be sent by U.S. mail, postage prepaid, to the addresses set forth below.

Client: Village of Wellington  
12300 Forest Hill Blvd.  
Wellington, FL. 33414  
Attn: Treasurer

Bank: Bank of America, N.A. FL5-222-06-06  
ESPERANTE CORPORATE CENTER  
222 LAKEVIEW AVE STE 600  
WEST PALM BEACH, FL, 33401  
ATTN: Sean Silverbush

Changes in the respective address set forth above may be made from time to time by any party upon written notice to the other party.

In witness whereof, the parties have executed this Agreement as of the date first written above.

**THE Village of Wellington:**

[Client Name]

By: \_\_\_\_\_  
[Signature]

Name: \_\_\_\_\_  
[Type or Print]

Title: \_\_\_\_\_  
[Type or Print]

By: \_\_\_\_\_  
[Signature]

Name: \_\_\_\_\_  
[Type or Print]

Title: \_\_\_\_\_  
[Type or Print]

**BANK OF AMERICA, N.A.**

By: \_\_\_\_\_  
[Signature]

Name: \_\_\_\_\_  
[Type or Print]

Title: \_\_\_\_\_  
[Type or Print]

By: \_\_\_\_\_  
[Signature]

Name: \_\_\_\_\_  
[Type or Print]

Title: \_\_\_\_\_  
[Type or Print]