

## RIVERWALK AGREEMENT

This Riverwalk Agreement (the "Agreement") is entered into as of \_\_\_\_\_, 2022 by and between the City of Milwaukee, acting through its Department of Public Works ("City") and the Board of Business Improvement District No. 15 ("BID").

### RECITALS

A. The City and the BID entered into a Riverwalk Development Agreement for Business Improvement District No. 15 dated as of May 23, 1994 (the "Riverwalk Development Agreement") pursuant to which the parties set forth a scheme for the development of a comprehensive, publicly accessible riverwalk system along the Milwaukee River in the downtown area of the City (the "Riverwalk System"). The Riverwalk System is comprised of riverwalk segments located on both private and City-owned property (the "Private Segments" and "Public Segments", respectively).

B. Pursuant to the Riverwalk Development Agreement and easements granted to the BID upon and across the Private Segments, the BID is responsible for ensuring that the Private Segments are appropriately maintained by their respective owners.

C. The BID recently performed a survey of the Riverwalk System and identified certain items of maintenance and repair required for many of the riverwalk segments, including some of the Public Segments.

D. The BID has implemented a program with the owners of the Private Segments to ensure that the necessary maintenance and repairs to the Private Segments are timely completed.

E. The City desires that the necessary maintenance and repairs to the Public Segments similarly be timely completed, and in the interest of efficiency further desires that the BID assist in the oversight of such maintenance and repairs in accordance with the terms of this Agreement.

F. The necessary maintenance and repairs to the Public Segments require specialized and professional skills, which constitute an exception to the City's competitive bidding requirements under Milwaukee Code of Ordinances § 16-05-3.

### AGREEMENTS

In consideration of the Recitals, the terms and conditions of this Agreement and other good and valuable consideration, the parties agree as follows:

1. The necessary repairs and maintenance to the Public Segments are set forth and identified on Exhibit A, attached hereto (the "Scope of Work").

2. The BID shall engage a contractor ("Contractor") to perform the Scope of Work. The contract to perform the Scope of Work (the "Construction Contract") shall be for a

fixed price and shall contain such terms and work schedule as are acceptable to the City's Commissioner of the Department of Public Works (the "Commissioner"). Both the Contractor and the Construction Contract shall be subject to the prior approval of the Commissioner.

3. Upon approval of the Contractor and the Construction Contract by the Commissioner, the BID shall enter into the Construction Contract and the City shall deposit with the BID an amount equal to the fixed price set forth in the Construction Contract, together with the BID's reasonable administrative costs incurred in connection with this Agreement (the "Deposit").

4. All requests from the Contractor for progress draws under the Construction Contract shall be approved by the Commissioner prior to being funded by the BID. Such draws shall be on a form approved by the Commissioner and shall be accompanied by appropriate lien waivers and such other documentation as may be required by the Commissioner.

5. All warranties pertaining to the Scope of Work shall be assigned to and/or run directly to the City.

6. The Commissioner shall have the right to inspect the Scope of Work as it progresses and shall further have the right to determine and accept final completion of the Scope of Work.

7. Any change orders or amendments to the Construction Contract must be approved by the Commissioner. Any funds remaining in the Deposit after payment in full of the Contractor and reimbursement of the BID's reasonable administrative costs shall be promptly returned by the BID to the City.

BOARD OF BUSINESS IMPROVEMENT  
DISTRICT NO. 15

CITY OF MILWAUKEE

BY \_\_\_\_\_  
Board Chair

BY \_\_\_\_\_  
Commissioner, Department of Public  
Works