



Title: Approval of Assignment of Engineering Service Agreement

Resolution number: 21-016

Prepared by: Name: James Wisker
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Recommended action: Approved the assignment of the Wenck engineering services agreement to Stantec
Authorize the Administrator to execute approval of assignment, on advice of counsel

Summary:

On December 19, 2019, the Board of Managers selected Wenck to provide engineering services to the MCWD, and the MCWD executed an engineering services agreement with Wenck with a termination date of December 31, 2021 – unless terminated earlier.

Wenck has informed the MCWD that on December 31, 2020, Stantec Consulting Services acquired ownership of Wenck, and subsequently, that Wenck as a legal entity will dissolve on March 5, 2021. Stantec has assured MCWD of the continuity of services and has requested that all existing contracts between the MCWD and Wenck be assigned to Stantec.

Supporting documents (list attachments):

1. Continuity of Service Letter



RESOLUTION

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- WHEREAS, Wenck Associates, Inc. (hereinafter Wenck) has served as District engineer and provided engineering consulting services to the MCWD for decades;
- WHEREAS, on December 19, 2019, the Board of Managers selected Wenck to provide engineering services to the MCWD, and the MCWD executed an engineering services agreement with Wenck that is intended to remain in force until December 31, 2021 unless terminated earlier; and
- WHEREAS, the District is working with Wenck through short-form contracts under the engineering services agreement, and has additional engineering services agreements, for the following projects: FEMA floodway repairs, FEMA model updates, Lake Nokomis Area Surface and Groundwater, Laketown 9th Monitoring, LifeTime, Long Lake Creek Subwatershed Assessment, Permitting Alignment and Rules Revisions Support, Smithtown Pond, Upzoning, Wassermann Lake Alum Treatment Design and Construction Oversight, Wassermann West Pond Alum Treatment Design and Construction Oversight, West Auburn Carp Barrier Construction Oversight, Church Lake Pond Survey and Technical Assistance; and
- WHEREAS, Wenck has informed the MCWD that on December 31, 2020, Stantec Consulting Services acquired ownership of Wenck, that Wenck as a legal entity will dissolve on March 5, 2021, and all business and affairs of Wenck will be carried on through Stantec; and
- WHEREAS, Stantec has assured the MCWD of the continuity of services, including the ongoing commitment and availability of Chris Meehan as District consulting engineer, and has requested that all existing contracts between the MCWD and Wenck be assigned to Stantec;

NOW, THEREFORE, BE IT RESOLVED that the Minnehaha Creek Watershed District Board of Managers: hereby approves the assignment of the Wenck engineering services agreements to Stantec and authorizes the administrator on advice of counsel to execute approval of the assignment upon receipt of certificates of insurance from Stantec as required by the agreement, and any other items deemed necessary by counsel.

Resolution Number 21- 016 was moved by Manager _____, seconded by Manager _____. Motion to adopt the resolution ___ ayes, ___ nays, ___ abstentions. Date: 2/25/2021

 Secretary Date: _____



February 19, 2021

Minnehaha Creek Watershed District
15320 Minnetonka Boulevard
Minnetonka, MN 55345

Attention: James Wisker, District Administrator

Dear Mr. Wisker:

Reference: Engineering Services Contract with Wenck Associates, Inc.

Please be informed that on December 31, 2020, Stantec Consulting Services Inc. (“**Stantec**”) purchased all of the issued and outstanding shares in the capital stock of Wenck Enterprises, Inc. (“**Wenck**”) with the result that the ongoing business and affairs of Wenck will be carried on through Stantec. Stantec will maintain Wenck’s present office locations with no interruption in operations or client services, and all future projects and operations will be transitioned to the Stantec name. The Stantec community unites approximately 22,000 employees working in over 350 locations across 6 continents. Stantec Inc. trades on the TSX and the NYSE under the symbol “STN”.

Stantec’s vision includes working with the best clients on the best projects and providing the best services. Accordingly, please be assured that the continuity of your current project will be unaffected by this new arrangement. The caliber of the personnel currently working on your project will not change and, except for the consent to a change of control and assignment requested herein, no other aspect will be affected.

In this regard, we request your approval to assign all existing contracts in the name of Wenck or its subsidiary, Wenck Associates, Inc., to Stantec. Kindly indicate your consent to the anticipated change of control and, effective upon the closing of the acquisition described herein, assignment of contracts by returning a duplicate copy of this letter, executed on behalf of **Minnehaha Creek Watershed District to Chris Meehan.**

Sincerely,

Wenck Enterprises, Inc.

William (Bill) Brown, PE (WI, GA)
Business Center Operations Lead (BC 2277 – Formerly Wenck Enterprises, Inc.)

The undersigned hereby consents to the change of control and assignment of Contracts noted above to Stantec Consulting Services Inc.

Minnehaha Creek Watershed District