



Travis County Commissioners Court Agenda Request

Meeting Date: April 30, 2013

Prepared By/Phone Number: David Walch 46663; Marvin Brice 49765

Elected/Appointed Official/Dept. Head: Cyd Grimes

Commissioners Court Sponsor: Judge Biscoe

Agenda Language: Approve Modification No. 1 to contract 4400001243, Communication By Hand for interpreter services.

- **Purchasing Recommendation and Comments:** Purchasing concurs with department and recommends approval of requested action. This procurement action meets the compliance requirements as outlined by the statutes.

This agreement provides properly qualified and legally certified sign language interpreter services for youth identified and referred by the Travis county Juvenile Probation Department. All services will be provided in accordance with the Code of Professional Conduct from the Registry of Interpreters for the Deaf and the Board of Evaluation for Interpreters.

Modification No. 1 assigns this agreement from "Communications By Hand" to "Communications By Hand L.L.C.". The contract agency reformed as a Domestic Limited Liability Company (L.L.C.) with a new tax ID number. This modification does not affect the unit rate or service levels being provided.

Section 4.10 of the contract states: Pursuant to TEX. LOC. GOV'T. CODE ANN. § 262 et seq., Commissioners Court hereby orders that this Agreement is exempt from the requirements of the County Purchasing Act because it is a contract for the purchase of personal or professional services.

- **Contract Expenditures:** Within the last 12 months \$822.50 has been spent against this contract/requirement.

➤ **Contract-Related Information:**

Award Amount: As-Needed Contract
Contract Type: Professional Service
Contract Period: February 26, 2013 – September 30, 2013
(auto-renewal)

➤ **Contract Modification Information:**

Modification Amount: As-Needed Agreement
Modification Type: Bi-Lateral
Modification Period: April 30, 2013 – September 30, 2013
(auto-renewal)

➤ **Funding Information:**

- SAP Shopping Cart #:
- Funding Account(s): Cost Center 1450180001; Product Code: 8211200; GL# 511850
- Comments: Contract is As-Needed

MODIFICATION OF CONTRACT NUMBER: 4400001243 – Interpreter Services

PAGE 1 OF 2 PAGES

ISSUED BY: PURCHASING OFFICE 700 LAVACA STREET # 800 AUSTIN, TX 78701	PURCHASING AGENT ASST: David Walch TEL. NO: (512) 854-9700 FAX NO: (512) 854-9185	DATE PREPARED: April 3, 2013
ISSUED TO: Communication By Hand ATTN: Delia Mot Merritt P.O. Box 9064 Austin, Texas 78766	MODIFICATION NO.: 1	EXECUTED DATE OF ORIGINAL CONTRACT: February 26, 2013

ORIGINAL CONTRACT TERM DATES: 02/26/2013 – 09/30/2020 CURRENT CONTRACT TERM DATES: Auto Renewal

FOR TRAVIS COUNTY INTERNAL USE ONLY:
Original Contract Amount: N/A As needed Current Modified Amount \$ on an as needed basis.

DESCRIPTION OF CHANGES: Except as provided herein, all terms, conditions, and provisions of the document referenced above as heretofore modified, remain unchanged and in full force and effect.

- The current contract will be assigned as it is written on page 2 of this modification and all correspondence and payments references will be modified to read:

Communication By Hand LLC
P.O. Box 9064
Austin, Texas 78766

Note to Vendor:
[X] Complete and execute (sign) your portion of the signature block section below for all copies and return all signed copies to Travis County.
[] DO NOT execute and return to Travis County. Retain for your records.

LEGAL BUSINESS NAME: <u>Communication by Hand, LLC</u> BY: <u>[Signature]</u> SIGNATURE BY: <u>Delia Mot Merritt</u> PRINT NAME TITLE: <u>Managing Member</u> ITS DULY AUTHORIZED AGENT	<input type="checkbox"/> DBA <input checked="" type="checkbox"/> CORPORATION <input type="checkbox"/> OTHER DATE: <u>4/8/13</u>
TRAVIS COUNTY, TEXAS BY: <u>[Signature]</u> CYD V. GRIMES, C.P.M., CPPO TRAVIS COUNTY PURCHASING AGENT	DATE:
TRAVIS COUNTY, TEXAS BY: _____ SAMUEL T. BISCOE, TRAVIS COUNTY JUDGE	DATE:

ASSIGNMENT OF CONTRACT

The parties to this Assignment of Contract (this "Assignment") are Delia Mott Merritt d/b/a Communication By Hand, Tax ID # 16-1730548 a corporation duly authorized and operating under the laws of the State of Texas ("Assignor"), and Communication By Hand LLC, Tax ID # 46-1814240, a corporation duly authorized and operating under the laws of the State of Texas ("Assignee").

RECITALS:

- A. Travis County and are Delia Mott Merritt d/b/a Communication By Hand entered into a written Contract for the provision of professional interpreter services (Contract No. 4400001243) on February 26, 2013, which is hereby incorporated by reference herein for all purposes as if fully copied and set forth herein at length, (the "Contract"); and
- B. Assignor desires by this Assignment to assign all of its right, title and interest in and to the Contract to Assignee subject to the terms of the Contract and this Assignment.

TERMS: In consideration of the mutual agreements set forth in this Assignment, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

- 1. Assignor assigns, transfers and conveys to Assignee all of its right, title and interest in and to the Contract effective as April 1, 2013 (the "Effective Date of Assignment").
- 2. Assignee accepts such assignment, and assumes and is bound by and shall perform all terms, conditions, covenants, obligations, and duties of Assignor under the Contract as of the Effective Date of Assignment.
- 3. Assignor and Assignee acknowledge that nothing in this Assignment waives or modifies any of the provisions of the Contract.
- 4. The provisions of this Assignment are binding on and inure to the benefit of the heirs, representatives, successors and assigns of the parties.
- 5. This Assignment shall be construed and enforced in accordance with the laws of the State of Texas. Venue for any action arising hereunder or connected herewith shall lie exclusively in Travis County, Texas.
- 6. All references in this Assignment to the Contract encompass the original Contract No. 4400001243.

Delia Mott Merritt d/b/a Communication By Hand
 By: [Signature]
 Printed Name: Delia Mott Merritt
 Title & Date: Owner 4/8/13
 Attest: _____
 Date: _____

Communication By Hand LLC
 By: [Signature]
 Printed Name: Delia Mott Merritt
 Title & Date: Managing Member 4/8/13
 Attest: _____
 Date: _____

By its signature below, Travis County signifies its consent to and approval of this Assignment from Delia Mott Merritt d/b/a Communication By Hand to Communication By Hand LLC.

TRAVIS COUNTY, TEXAS
 By: _____
 Samuel T. Biscoe
 Travis County Judge
 Date: _____

David Walch

From: Delia Mott Merritt <delia@cbhand.com>
Sent: Monday, April 01, 2013 11:15 AM
To: David Walch
Subject: CBH LLC
Attachments: CCE01312013_0001.pdf; CBH LLC 2013 W9.pdf

David,

This is to notify your office that Communication by Hand became an LLC as of 1/16/13. All payments should reflect our new LLC name and EIN. Attached is a current W9 and our certificate of filing with the State of Tx.

Let me know if I need to do anything else to make the changes to our contract.

Kind regards,

Delia Mott Merritt, TxBEI III/CIC | Owner | Communication by Hand, LLC | TX HUB
512.467.1917 Office | 512.419.1061 Fax | 512.227.4343 Urgent/Text

This email address is for confidential communication between Delia and mail recipient. It is not intended for requesting interpreting services! If you need to schedule an interpreter, please send it to our main email at terp@cbhand.com or call 512-467-1917.

From: Delia Mott Merritt
Sent: Thursday, January 31, 2013 4:31 PM
To: Delia Mott Merritt
Subject: CBH LLC CERTIFICATE OF FILING



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

**Communication by Hand, LLC
File Number: 801718737**

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 01/16/2013

Effective: 01/16/2013



A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

Request for Taxpayer Identification Number and Certification

Give form to the requester. Do not send to the IRS.

Print or type
 See Specific Instructions on page 2.

Name COMMUNICATION BY HAND LLC	
Business name, if different from above	
Check appropriate box: <input type="checkbox"/> Individual/Sole proprietor <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Other ▶	
<input type="checkbox"/> Exempt from backup withholding	
Address (number, street, and apt. or suite no.) PO BOX 9064	Requester's name and address (optional)
City, state, and ZIP code AUSTIN TX 78766	
List account number(s) here (optional)	

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I Instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see How to get a TIN on page 3.

Social security number								
or								
Employer identification number								
4	6	1	8	1	4	2	4	0

Note: If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. person (including a U.S. resident alien).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 4.)

Sign Here	Signature of U.S. person ▶	Date ▶ 01/16/13
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Purpose of Form

A person who is required to file an information return with the IRS, must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

U.S. person. Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee.

Note: If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Foreign person. If you are a foreign person, use the appropriate Form W-8 (see Pub. 515, Withholding of Tax on Nonresident Aliens and Foreign Entities).

Nonresident alien who becomes a resident alien.

Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a "saving clause." Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the recipient has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement that specifies the following five items:

1. The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
2. The treaty article addressing the income.
3. The article number (or location) in the tax treaty that contains the saving clause and its exceptions.
4. The type and amount of income that qualifies for the exemption from tax.
5. Sufficient facts to justify the exemption from tax under the terms of the treaty article.

David Walch

From: Sylvia Mendoza
Sent: Wednesday, April 03, 2013 11:40 AM
To: David Walch; Michael Williams
Subject: RE: CBH LLC

No objection

From: David Walch
Sent: Wednesday, April 03, 2013 11:23 AM
To: Michael Williams; Sylvia Mendoza
Subject: FW: CBH LLC

Mike & Sylvia

I received the following request from Communication by Hand as they've re-incorporated with a new tax ID number. Unless you have an objection I'm going to process the modification to assign the contract to the new entity.

Let me know if you have any questions or concerns.
David

From: Delia Mott Merritt [<mailto:delia@cbhand.com>]
Sent: Monday, April 01, 2013 11:15 AM
To: David Walch
Subject: CBH LLC

David,

This is to notify your office that Communication by Hand became an LLC as of 1/16/13. All payments should reflect our new LLC name and EIN. Attached is a current W9 and our certificate of filing with the State of Tx.

Let me know if I need to do anything else to make the changes to our contract.

Kind regards,

Delia Mott Merritt, TxBEI III/CIC | Owner | Communication by Hand, LLC | TX HUB
512.467.1917 Office | 512.419.1061 Fax | 512.227.4343 Urgent/Text

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From: Delia Mott Merritt
Sent: Thursday, January 31, 2013 4:31 PM

David Walch

From: Michael Williams
Sent: Wednesday, April 03, 2013 11:42 AM
To: David Walch
Cc: Sylvia Mendoza
Subject: RE: CBH LLC

David, we are fine with this. Mike

From: David Walch
Sent: Wednesday, April 03, 2013 11:23 AM
To: Michael Williams; Sylvia Mendoza
Subject: FW: CBH LLC

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