



Huntsville, Alabama

305 Fountain Circle
Huntsville, AL 35801

Cover Memo

Meeting Type: City Council Regular Meeting **Meeting Date:** 5/8/2025

File ID: TMP-5492

Department: Finance

Subject:

Type of Action: Approval/Action

Resolution authorizing the Mayor to execute the Consent to Assignment of Contract Agreement between Largen, Inc. and APHIX, LLC. to transfer the rights and obligations of the Irrigation Services Contract, awarded under Resolution No 23-638, from Largen, Inc. to APHIX, LLC.

Resolution No.

Finance Information:

Account Number: N/A

City Cost Amount: \$ N/A

Total Cost: \$ N/A

Special Circumstances:

Grant Funded: \$ N/A

Grant Title - CFDA or granting Agency: N/A

Resolution #: N/A

Location: (list below)

Address: N/A

District: District 1 ☐ District 2 ☐ District 3 ☐ District 4 ☐ District 5 ☐

Additional Comments:

RESOLUTION NO. 25 - _____

WHEREAS, on August 10, 2023, the City Council of the City of Huntsville, Alabama awarded a contract for the provision of Irrigation Services to Largen, Inc., pursuant to Resolution No. 23-638; and

WHEREAS, the contract became effective August 10, 2023 and the initial term is set to expire on August 9, 2026; and

WHEREAS, the contract (#66-2023-52) may be extended for two additional one-year terms; and

WHEREAS, on April 11, 2025 the Procurement Services Division was notified by Largen, Inc. that they had merged with APHIX, LLC. on January 1, 2025; and

WHEREAS, section 2.14 of the contract (#66-2023-52) permits Largen, Inc. to assign the contract with written consent of the City; and

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of Huntsville, Alabama, that the Mayor be, and is hereby authorized to accept the Consent to Assignment of Contract signed by authorized representatives of both Largen, Inc. and APHIX, LLC. and attached hereto and enter into agreement with APHIX, LLC. for provision of Irrigation Services in accordance with specified scope of services, terms, and conditions as outlined in the Invitation to Bid (contract documents) dated July 10, 2023, and the Consent to Assignment of Contract agreement.

ADOPTED this the 8th day of May, 2025.

President of the City Council
of the City of Huntsville

ADOPTED this the 8th day of May, 2025.

Mayor of the City of Huntsville

CONSENT TO ASSIGNMENT OF CONTRACTS

This Consent to Assignment of Contracts is made and entered into on the 8th day of May 2025, by and between the **CITY OF HUNTSVILLE, ALABAMA**, a municipal corporation in the State of Alabama, hereinafter referred to as the “City,” and **APHIX, LLC**, an Alabama limited liability company.

WITNESSETH:

WHEREAS, the City and Largen, Inc. entered into a contract #66-2023-52 for the provision of Irrigation Services (hereinafter the “Contract”); and

WHEREAS, pursuant to Resolution No. 23-638 the Contract was adopted and approved by the City Council of the City of Huntsville on August 10, 2023; and

WHEREAS, APHIX, LLC acquired Largen, Inc. on January 1, 2025; and

WHEREAS, Largen, Inc. desires to assign the Contract to APHIX, LLC and waives its rights conveyed to it under the terms of the July 10, 2023 contract; and

WHEREAS, the City desires to consent to the assumption of the Contract by APHIX LLC conditioned upon APHIX LLC assuming Largen, Inc. obligations under the Contract

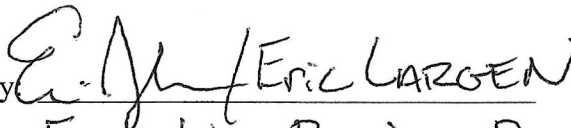
NOW THEREFORE, in consideration of the mutual promises and covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree to modify the Contracts as follows:

1. The City hereby consents to Largen Inc. assignment of its rights and obligations under the Contract to APHIX, LLC effective on the above-stated date.
2. APHIX, LLC hereby agrees to assume Largen, Inc. obligations under the Contracts, including but not limited to all insurance requirements and contract pricing structure.
3. APHIX, LLC will provide the City of Huntsville’s Procurement Services Division with a current certificate of insurance evidencing insurance coverage, City of Huntsville, Alabama Report of Ownership form, E-Verify Memorandum of Understanding, 2025 City of Huntsville Business License, and proof of registration with Alabama Secretary of State as required by the Contracts.

IN WITNESS WHEREOF, the parties hereto have caused this Consent to Assignment of Contracts to be executed under their respective seals and delivered as of the date as written above. This Agreement may be executed in one or more counterparts and each counterpart shall, for all purpose, be deemed an original, but all such counterparts shall together constitute but one and the same instrument.

The Parties agree that any form of electronic signature, including but not limited to signatures via facsimile, scanning, or electronic email, may substitute for the original signature and shall have the same legal effect as the original signature.

LARGEN, INC.

By:  Eric LARGEN
Its: EXECUTIVE BUSINESS DEV.

APHIX, LLC.

By:  Mark Marshall
Its: Branch Manager

ATTEST

By: _____
Shaundrika Edwards
Its: City Clerk

CITY OF HUNTSVILLE, ALABAMA

By: _____
Tommy Battle
Its: Mayor