

Meeting Date: 04/04/2016
Resolution #: 04/07/0216

**RESOLUTION AUTHORIZING EXECUTION AND DELIVERY OF A
CONTRACT FOR PROFESSIONAL SERVICES**

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on April 4, 2016 at 7:30 p.m. The following resolution was duly offered and seconded, to wit:

WHEREAS, the Sleepy Hollow Local Development Corporation (the "Corporation"), acquired that portion of the former General Motors North Tarrytown Assembly Plant property known as the East Parcel ("East Parcel") by Bargain and Sale Deed Without Covenants Against Grantor's Acts dated December 22, 2014, and recorded in the Westchester County Clerk's Office (Division of Land Records) under Control Number 543173286 on December 24, 2014; and

WHEREAS, the Corporation is considering certain improvements for the East Parcel, including construction of a new Village of Sleepy Hollow Department of Public Works facility, construction of a new bus garage repair facility for the Union Free School District of the Tarrytowns, construction of new Village recreation facilities, construction of new parking, and construction of a new overpass connecting the East Parcel with a parcel now known as Edge-on-Hudson (collectively, "Proposed Action"); and

WHEREAS, on October 26, 2015, the Corporation adopted a resolution declaring its intent to act as lead agency and coordinate the environmental review of the Proposed Action ("Lead Agency") under the New York State Environmental Quality Review Act as codified in the Environmental Conservation Law of the State of New York ("SEQRA") and caused to be circulated a notice of intent to a list of potential involved agencies, interested agencies, and other agencies of interest and provided them with an opportunity to respond; and

WHEREAS, on January 4, 2016, the Corporation became Lead Agency for the environmental review of the Proposed Action under SEQRA ("SEQRA Review"); and

WHEREAS, under SEQRA and Sleepy Hollow Village Code Section 450-15.B(3), the Corporation as Lead Agency for SEQRA Review must prepare an Environmental Impact Statement on the Proposed Action; and

WHEREAS, under Sleepy Hollow Village Code Section 450-15AB(2), the Corporation must prepare a Riverfront Development Concept Plan for improvements in the Proposed Action that are to be implemented by the Corporation; and

WHEREAS, the Corporation requires, among other things, engineering work and analysis to prepare an Environmental Impact Statement and a Riverfront Development Concept Plan and solicited and received proposals for such engineering services and support from three engineering firms ("Engineering Proposers"); and

WHEREAS, on March 7, 2016, the Corporation’s Board of Directors heard presentations and interviewed representatives of the Engineering Proposers and selected WSP | Parsons Brinkerhoff, now Parsons Brinkerhoff, Inc. (“PB”), to provide engineering services and support as set forth in its proposal, but subject to certain clarification and further negotiation of costs; and

WHEREAS, the Corporation and PB further clarified and negotiated costs under PD’s proposal and on the basis thereof, PB tendered to the Corporation a Contract for Professional Services (“PB SEQRA and RFDCP Contract”); and

WHEREAS, after review and comment by the Corporation’s counsel, the Chairman of the Board of Directors of the Corporation executed the PB SEQRA and RFDCP Contract consistent with the Board of Directors action of March 7, 2016; and

WHEREAS, the Board of Directors of the Corporation desires now to formally to ratify and approve the PB SEQRA and RFDCP Contract;

NOW THEREFORE, BE IT RESOLVED by the Directors of the Corporation as follows:

Section 1. The Corporation hereby authorizes the execution and delivery of the PB SEQRA and RFDCP Contract in the form annexed and further ratifies and approves any prior execution and delivery of the PB SEQRA and RFDCP Contract as annexed.

Section 2. The officers, employees, and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such certificates, notices, instruments, and documents, to pay all such fees, charges, and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee, or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Corporation with all of the terms, covenants, and provisions of the PB SEQRA and RFDCP Contract and other agreements executed for and on behalf of the Corporation.

Section 3. These Resolutions shall take effect immediately upon adoption.

On motion duly made by Director Dawley and seconded by Director Wray, the forgoing resolution was placed before the Board of Directors of the Corporation and voted:

	Aye	Nay	Abstain	Absent
David Schroedel	X			
Kenneth Wray	X			
Anthony Scarpati	X			
Michael Dawley	X			
Teresa Oeste-Villavieja	X			

Motion carried 5-0.

STATE OF NEW YORK)
VILLAGE OF SLEEPY HOLLOW) SS:

I, the undersigned [Acting Secretary] of the Sleepy Hollow Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Sleepy Hollow Local Development Corporation (the "Corporation"), including the resolution contained therein, held on April 4, 2016, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 5th day of April, 2016.



Joan Bucci
Acting Secretary

[SEAL]