

Meeting date: 04/25/2022
Resolution #: 04/07/2022

RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION (THE "CORPORATION") AUTHORIZING FEE ADJUSTMENTS RELATIVE TO THE CHANGE IN SCOPE OF WORK BY SAGE AND COOMBE ARCHITECTS LLC FOR THE NEW DPW FACILITY

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on April 25, 2022 at 7 p.m.

WHEREAS, the Village of Sleepy Hollow (the Village) and the Sleepy Hollow Local Development Corporation (the Corporation) are financing a project known as Sleepy Hollow Common on the East Parcel of the former General Motors site (Sleepy Hollow Common); and

WHEREAS, a part of the Sleepy Hollow Common project includes a new Department of Public Works (DPW) Facility (the "Project"); and

WHEREAS, the Corporation retained Sage and Coombe Architects LLP to provide design services for the new DPW Facility, which includes the master planning of the DPW compound to include future building phases (the "Work"); and

WHEREAS, Sage and Coombe began the Work in September, 2021, and continued the Work through March 2022, which services exceeded the original scope of the Work; and

WHEREAS, Sage informed the Corporation in March, 2022 that substantial changes were required to: (i) the scope of the Work, (ii) the schedule for the Work, and (iii) the budget for the Work, such substantial changes to the Project being discovered only after the Work had begun; and

WHEREAS, additional fee adjustments will not be made based on changes to the Project budget; additional fee adjustment will be made only on the basis of substantial changes to the scope of the Work or on the basis of requests for additional services not included in the scope of the Work as originally contemplated.

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

Section 1. The Corporation hereby authorizes the following fee adjustments for additional services provided and for the changed scope of the Work:

1. \$261,450 for changes to the schedule and budget of the Work;
2. \$44,900 for exploration of non-pre-engineered structure types including full structural design, divided as below:
 - i. \$10,600 for the Schematic Design phase of the Work
 - ii. \$34,300 for Construction Documents, Bidding and Negotiations, and Construction Administration to be expended only upon authorization by the Corporation.

Section 2. Additional fee adjustments will be authorized only for substantial changes to the scope of the Work or on the basis for requests for additional services not included in the scope of the Work as originally contemplated. No fee adjustments will be authorized based on changes to the Project budget.

Section 3. The Corporation hereby authorizes the Chairman, Vice Chairman and/or the Chief Executive Officer of the Corporation, on behalf of the Corporation, to negotiate, execute and deliver an amendment to the agreement with Sage for the Work based upon Additional Service Requests #01A and #01B, dated March 22, 2022 and revised April 11, 2022, along with related documents, in such form as prepared and approved by counsel to the Corporation and as approved by the Chairman, Vice Chairman and/or the Chief Executive Officer.

Section 4. 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, deeds, 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 documents executed for and on behalf of the Corporation.

Section 5. These resolutions shall take effect immediately.

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

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

Motion carried 4-0.

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) 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 _____, 2022, 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 ____ day of _____, 2022.

[Acting Secretary]

[SEAL]