

Meeting date: 06/20/2022

Resolution #: 06/10/2022

RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION (THE “CORPORATION”) AUTHORIZING AN AMENDMENT AGREEMENT WITH WSP REGARDING CONSTRUCTION MONITORING SERVICES FOR DEMOLITION OF THE EAST VIADUCT

A regular meeting of the Sleepy Hollow Local Development Corporation (“Corporation”) was convened in public session on June 20, 2022 at 7:00 p.m., local time.

The following resolution was duly offered and seconded, to wit:

WHEREAS, the Corporation is undertaking a certain project (the “Project”) involving the phased development of Sleepy Hollow Commons as a municipal facility, public open space and recreational complex to be leased to the Village of Sleepy Hollow (the “Village”); and

WHEREAS, the Corporation retained WSP for site engineering work in connection with the development of the “East Parcel” (the “Agreement”); and

WHEREAS, the Corporation and WSP have previously amended the Agreement to include additional work; and

WHEREAS, the parties desire to further amend the Agreement to extend the Agreement to the Provision of Limited Construction Support and Inspection Services to the East Viaduct Demolition, all as explained in greater detail in the proposal dated May 18, 2022, attached hereto as Exhibit A, which services will extend through completion of demolition, which is expected to be approximately September 30, 2022; and

WHEREAS, the Corporation and WSP have memorialized the Work in that certain Amendment No. 3 to Agreement Between Sleepy Hollow Local Development Corporation and WSP USA, Inc., dated as of June 20, 2022, attached hereto as Exhibit B, in an amount not to exceed \$43,500 (“Amendment Agreement”); and

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

Section 1. The Corporation hereby approves the Amendment Agreement for the Work with such changes and revisions as may be authorized by the Chairman, Vice Chairman and/or Chief Executive Officer and authorizes an expenditure of Corporation funds towards the Work in an amount not to exceed \$43,500.00:

1. Construction Support (weekly site visits by Project Manager and/or Structural Engineers, review of submittals), \$13,100
2. Construction Inspection (part-time daily site visits), \$29,400
3. Out of Pocket Expenses, \$1,000.

Section 2. The officers, attorneys, 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, instruments and documents, including, but not limited to executing any agreement to reflect the Work, to pay all such fees, charges and expenses related to the Work or the Proposal and to do all such further acts and things as may be necessary or, in the opinion of the officer, attorney, 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 3. This resolution shall take effect immediately.

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

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

Motion carried 3-0.

CERTIFICATION

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) ss.:

I, the undersigned, Acting Secretary of Sleepy Hollow Local Development Corporation (“Corporation”) DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Corporation, including the resolution contained therein, held June 13, 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 June 2022.

Michael Curti
Acting Secretary

[SEAL]