

Meeting Date: 02/12/2024
Resolution #: 02/01/2024

**RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION
(THE “CORPORATION”) AUTHORIZING AN AMENDMENT TO THE AGREEMENT
WITH ROUX ENVIRONMENTAL ENGINEERING AND GEOLOGY, D.P.C. FOR
ADDITIONAL SERVICES**

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on February 12, 2024 at 7:00 p.m.

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

WHEREAS, the Corporation was established by the Village of Sleepy Hollow (the “Village”) as a not-for-profit local development corporation with purposes and powers that include constructing, acquiring, rehabilitating for use by others, assisting financially with the construction, acquisition, rehabilitation and improvement, and maintaining and/or leasing facilities on its behalf or for others within the Village; and

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; and

WHEREAS, the Corporation previously engaged Roux Environmental Engineering and Geology, D.P.C. (Roux) to provide environmental oversight and reporting services related to the planned “Phase 2” construction project on the “East Parcel” (the “Work”); and

WHEREAS, because the earthwork operations are taking longer than anticipated for the Phase 2 project, and necessary updates to the scope of the project have been made, the expected completion date of the Work has been extended (the “Extension”); and

WHEREAS, due to the Extension, the Corporation has and will require additional oversight by Roux to perform weekly and annual reporting to the New York State Department of Environmental Conservation (the “Additional Work”); and

WHEREAS, Roux has submitted a proposal, dated January 19, 2024 (the “Proposal”), attached hereto as Exhibit A, for the Additional Work; and

WHEREAS, the Consultant to the Corporation, Paragon-on-Hudson, LLC, has reviewed the Proposal and has determined it is reasonable, and has recommended the engagement of Roux to perform the Additional Work; and

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

Section 1. The Corporation hereby approves the Proposal and authorizes the Corporation's legal counsel to negotiate an amendment to the services agreement with Roux for the Additional 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 \$114, 273.

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 Additional Work, to pay all such fees, charges and expenses related to the Additional 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 Connell and seconded by Director Sirota, 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			
Lauren Connell	X			
Paul Baffico	X			
Benjamin Sirota	X			

Motion carried 4-0.

