

Meeting Date: 02/27/2017
Resolution #: 02/04/2017

**RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION
(THE "CORPORATION") AUTHORIZING AN AMENDMENT TO THE AGREEMENT
DATED AUGUST 24, 2015, AS AMENDED, WITH WSP I PARSONS BRINCKERHOFF
("WSP") FOR SITE ENGINEERING WORK BY INCREASING THE SCOPE OF WORK
AND AMOUNT PAYABLE**

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on February 27, 2017 at 7:00 p.m.

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

WHEREAS, the Corporation by agreement dated August 24, 2015 retained WSP for site engineering work in connection with the development of the "East Parcel" as amended to include additional geotechnical evaluations of stock pile material and conceptual geotechnical investigation and review at the "East Parcel" as set forth in WSP's proposal dated January 9, 2017 (the "Agreement"); and

WHEREAS, the parties desire to further amend the Agreement to include refinement of the civil design elements of the RDCP (including roadway design), grading utilities and Stormwater Management as well as Hydrology and Hydraulic studies to address public comments and prepare for a FEMA Conditional Letter of Map Revision all as more particularly set forth in WSP's proposal dated February 16, 2017 for an amount not to exceed of \$70,840.00.

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

Section 1. The Corporation hereby authorizes the amendment to the agreement with WSP to include the refinement of the civil design elements of the RDCP (including roadway design), grading utilities and Stormwater Management as well as Hydrology and Hydraulic studies to address public comments and prepare for a FEMA Conditional Letter of Map Revision all as more particularly set forth in WSP's proposal dated February 16, 2017 for an amount not to exceed of \$70,840.00. The Chairman, Vice Chairman and/or Chief Executive Officer are hereby authorized, and empowered to execute and deliver the necessary agreements for provision of such services with such non-monetary changes in the terms and provisions thereof as the Chairman, Vice Chairman and/or Chief Executive Officer shall deem necessary or desirable and in the best interest of the Corporation, their signature being conclusive evidence that he did so deem any such changes to be necessary or desirable and in the best interest of the Corporation.

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, 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 3. These resolutions shall take effect immediately.

On motion duly made by Director Dawley 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
David Schroedel	X			
Kenneth Wray	X			
Anthony Scarpati	X			
Michael Dawley	X			
Teresa Oeste-Villavieja	X			

Motion carried 5-0.

STATE OF NEW YORK
COUNTY OF WESTCHESTER

I, the undersigned Joan Bucci, 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 February 27, 2017, 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 28th day of February, 2017.

Joan Bucci
Acting Secretary

