

**VILLAGE OF HIGHLAND FALLS  
BOARD OF TRUSTEES  
RESOLUTION AUTHORIZING MAYOR  
TO EXECUTE LED REPLACEMENT AGREEMENT WITH THE  
NEW YORK POWER AUTHORITY**

**WHEREAS**, various LED replacement lighting consultants and providers have solicited the Village of Highland Falls for the purpose of replacing existing street lighting with LED lighting; and

**WHEREAS**, the Village Board of Trustees authorized Trustee Mellon to investigate said LED replacement consultants and report back to the Board of Trustees; and

**WHEREAS**, after diligent review of the qualification and proposals of various LED replacement consultants and providers, Trustee Mellon recommended that the Village entertain a proposal from the Power Authority of the State of New York (“NYPA”); and

**WHEREAS**, on June 30, 2016, NYPA submitted a proposal to the Village outlining the general scope of work, financing and a detailed cost analysis for replacing approximately 342 existing “cobra head” street lighting fixtures; and

**WHEREAS**, on July, 7, 2016, NYPA representatives presented to the Board of Trustees in public session and fielded several questions from the Board and the public at that meeting; and

**WHEREAS**, the Mayor was authorized to sign an “authorization to proceed with bidding materials and labor” letter with NYPA, and did sign said letter on July 7, 2016; and

**WHEREAS**, thereafter NYPA submitted a proposed agreement, titled “Energy Efficient Services Agreement Between Power Authority of the State of New York and Village of Highland Falls” (the “Agreement”); and

**WHEREAS**, the Village Board referred the Agreement to the Village Attorney for comment, which comments were provided to the Village Board; and

**WHEREAS**, the Village Board reviewed said comments and determined that NYPA's proposal was the most cost effective for the Village.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees hereby authorizes the Mayor to sign the agreement, titled "Energy Efficient Services Agreement Between Power Authority of the State of New York and Village of Highland Falls."

**BE IT FURTHER RESOLVED** that this Resolution authorizing the Mayor's signature is conditioned upon NYPA disclosing to its development costs that are identified in the Agreement as reimbursable by the Village prior to actually incurring those costs, as stated in NYPA's response to the Village Attorney's comments in an email from Sandra Stead at NYPA to Trustee Mellon dated September 2, 2016, which stated:

Under Authority Implemented Work, it is the customer's responsibility to reimburse the Authority for any development costs (audit, design, and procurement) incurred under any project. These costs will be disclosed before any costs are incurred. For the LED street lighting project, there will be no development costs for reimbursement. Any costs required for reimbursement will be outlined at the Initial CIC stage.

**BE IT FURTHER RESOLVED** that a copy of this Resolution be sent to NYPA prior to its execution of the Agreement by NYPA and that this Resolution be and is hereby incorporated into and made a part of the NYPA Agreement.

**BE IT FURTHER RESOLVED** that a copy of this Resolution be attached to and made a part of the Agreement before the Mayor affixes his signature thereto.

On a motion by Trustee Mellon, seconded by Trustee Murphy, the Mayor declared the Resolution adopted on a roll call vote of 5 ayes and 0 nays.

Mayor Flynn       Aye       Nay

Trustee Aylward       Aye       Nay

Trustee Mellon      Aye      Nay

Trustee Murphy      Aye      Nay

Trustee Farina      Aye      Nay

Dated September 6, 2016

Regina M. Taylor, Village Clerk of the Village of Highland Falls, does hereby certify that the foregoing Resolution of the Board of Trustees was filed in my office on the following date:

Regina M Taylor     9/19/16

Signature and Date

