

RESOLUTION NO. 16-55

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY

TITLE:

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING ONE OR MORE CHANGE ORDERS TO THE PROCUREMENT AND CONSTRUCTION CONTRACT PROVIDING FOR CONSTRUCTION OF CERTAIN RECOMMENDED SERIES 2011 LOCAL UNIT PROJECTS IN FURTHERANCE OF THE COUNTY OF MORRIS GUARANTEED RENEWABLE ENERGY PROGRAM, SERIES 2011

WHEREAS, the Morris County Improvement Authority (including any successors and assigns, the "Authority") has been duly created by resolution duly adopted by the Board of Chosen Freeholders (the "Board of Chosen Freeholders") of the County of Morris (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"), and other applicable law; and

WHEREAS, the Authority, Sunlight General Morris Solar, LLC (the "Owner") and HESP Construction, LLC (the "Contractor" and, together with the Owner and the Authority, the "Parties") have entered into a Procurement and Construction Contract dated as of April 20, 2016 (the "EPC Contract"); and

WHEREAS, Article 8 of the EPC Contract permits Change Orders (as defined in the EPC Contract) at the request of the Owner, Authority and/or Contractor;

WHEREAS, the County has requested that the Parties consider certain changes to the scope of the respective Projects (as defined in the EPC Contract), as such changes are further described in Exhibit A attached hereto (collectively, the "Project Changes"); and

WHEREAS, the Project Changes will cost \$214,576.25 (the "Change Order Amount"); and

WHEREAS, the Authority Construction Monitor (as defined in the EPC Contract) has considered the Project Changes and recommended that the Authority approve the Project Changes; and

WHEREAS, the County will reimburse the Authority for the payment of change orders 12 and 13, in the aggregate amount of \$100,932.00; and

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Authority as follows:

Section 1. The Project Changes in an amount equal to the Change Order Amount are hereby approved. The Chairperson of the Authority (including his designees, each an "Authorized Officer"), is hereby authorized and directed, in consultation with counsel to the Authority, to execute and deliver one or more Change Orders, in the form substantially as set forth in the EPC Contract, with such additions, modifications or deletions recommended by counsel to the Authority and agreed by the Parties. Any action taken by the Authorized Officer prior to the adoption of this resolution and consistent with this resolution, including execution of the Change Order(s) and delivery of same to the Parties, is hereby ratified, confirmed and approved, as if such action were taken on or after the date hereof.

Section 2. Subject to the second sentence of this section, this resolution shall take effect immediately. In accordance with N.J.S.A. 40:37A-50, the Secretary of the Authority is hereby authorized and directed to submit to each member of the Board of Chosen Freeholders, by the end of the fifth business day following this meeting, a copy of the minutes of this meeting. The Secretary is hereby further authorized and directed to obtain from the Clerk of the Board of Chosen Freeholders a certification from the Clerk stating that the minutes of this meeting have not been vetoed by the Director of the Board of Chosen Freeholders.

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MOVED/SECONDED:

Resolution moved by Commissioner _____.

Resolution seconded by Commissioner _____.

VOTE:

Commissioner	Yes	No	Abstain	Absent
Gallop				
Kovalcik				
Ramirez				
Sandman				
Bonanni				

This Resolution was acted upon at the Regular Meeting of the Authority held on December 21, 2016 at the Authority's principal corporate office in Morristown, New Jersey.

Attested to this 21st day of December, 2016

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of December 21, 2016.

By: _____
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 16-55

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Exhibit A

Description of Project Changes