

**Resolution 2018-19: 20**

**Memorandum of Understanding Concerning Leased Office and Warehouse Premises**

**By Board Member Brown**

WHEREAS, the Rochester School Facilities Modernization Program Act (“School Modernization Act”) established the Rochester Joint Schools Construction Board (“RJSCB” or “Board”), a seven voting member board consisting of equal representation by the City of Rochester (“City”) and the Rochester City School District (“District”), as well as a member jointly selected by the City and the District; and

WHEREAS, under the School Modernization Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the authorizing legislation for Phase 2 of the Rochester Schools Modernization Program (“RSMP”) was signed into law by the Governor of the State of New York on December 17, 2014; and

WHEREAS, the amended Act authorized up to 26 projects in Phase 2 of the RSMP including a District Wide Technology program, which involves technology upgrades and infrastructure work at several of the possible projects; and

WHEREAS, pursuant to a Program Management Agreement dated December 15, 2015, by and between the RJSCB and Savin Engineers, P.C. (“Savin” or the “Program Manager”), Savin is acting as program manager for Phase 2 of the RSMP; and

WHEREAS, Savin has entered into a lease agreement dated February 6, 2017 (the “Office Lease Agreement”) for approximately 16,000 square feet of office space in a building located at 70 Carlson Road, Rochester, NY 14610 (the “Office Leased Premises”) for use in connection with the RSMP; and

WHEREAS, Savin has entered into a lease agreement dated May 12, 2017 (the “Warehouse Lease Agreement”) for approximately 20,000 square feet of warehouse space in a building located at 68 Nassau Street, Rochester, NY 14604 (the “Warehouse Leased Premises”) for use in connection with the RSMP; and

WHEREAS, Savin has entered into an amendment dated June 20, 2018 (the “Amendment”) to temporarily expand the Warehouse Leased Premises to include two additional spaces of 9,059 sf and 10,000 sf; and

WHEREAS, the Office Leased Premises and the Warehouse Leased Premises is referred to herein as the “Leased Premises”; and

WHEREAS, the use of the Leased Premises for the RSMP will include: office space for the staff of Savin and Gilbane Building Company (“Gilbane”); office space for RJSCB staff and program functions; office and training space for RSMP Business Opportunity Program; office space for the ICO and other RSMP consultants; and warehouse spaced for the RSMP; and

WHEREAS, pursuant to the Act, the RJSCB wishes to establish a Memorandum of Understanding concerning the use and operation of the Leased Premises (the “MOU,” a copy of which is attached hereto) among the RJSCB, the District, Savin, Gilbane, Vargas Associates, and additional parties that may in the future require use of the Leased Premises in connection with certain aspects of the RSMP (collectively known as the “Parties”); and

WHEREAS, the RJSCB Chair has recommended that the RJSCB execute the MOU; and

WHEREAS, the Committee considered and discussed the RJSCB Chair's recommendation at its July 5, 2018 meeting and, after due deliberation, it approved the request to forward the MOU to the full Board for review and approval.

THEREFORE, BE IT RESOLVED:

1. The RJSCB hereby approves the MOU in substantially the form presented at this meeting.
2. The RJSCB hereby authorizes the Chair, in the name and on behalf of the RJSCB, to execute the MOU, including such changes as he deems necessary, with the advice of the Program Manager and the RJSCB's general counsel, to finalize the document and conform to any requirements of Bond Counsel to the County of Monroe Industrial Development Agency.

**Second by Board Member Jones**

**Approved 7-0**