

Resolution No. 2010-11: 7
Independent Compliance Officer

By Member of the Board Henderson

WHEREAS, the Rochester School Facilities Modernization Program Act (“School Modernization Act”) established the Rochester Joint Schools Construction Board (“RJSCB”), 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, including a stipulation that an Independent Compliance Officer be retained; and

WHEREAS, the RJSCB conducted a search for an Independent Compliance Officer to perform the Independent Compliance Officer duties for Phase I, using a process that included a Request for Proposals and interviews; and

WHEREAS, a preferred candidate was identified that demonstrates the requisite in-depth knowledge base and breadth of experience conducting minority and women-owned business enterprise (M/WBE) and disadvantaged business enterprise (DBE) utilization compliance monitoring for public contracts within New York State, and is familiar with all rules, laws and regulations pertaining to affirmative action and equal opportunity hiring in the construction field; and

WHEREAS, Resolution 2009-10: 14 authorized members of the Board to begin preliminary negotiations with its preferred candidate; and

WHEREAS, the RJSCB has satisfactorily concluded negotiations to secure Independent Compliance Officer services from Landon & Rian Enterprises, Inc. (the “Company”) at a service fee not to exceed \$200,000, with the scope of such services defined in Exhibit A of the Agreement (as defined in the resolutions below),

NOW, THEREFORE, BE IT RESOLVED:

1. The RJSCB is hereby authorized and directed to retain the Company for a term of up to two years. In return, the RJSCB shall pay to the Company fees as set forth in Section 5.1 of the Agreement.
2. The Chair is hereby authorized, in the name and on behalf of the RJSCB, to execute and deliver an Independent Compliance Officer Agreement (the “Agreement”) with the Company in substantially the form presented at today's meeting, with such changes as the Chair may approve (his signature thereon being conclusive evidence of such approval).

3. The officers and staff of the RJSCB are hereby authorized and directed for and on behalf of the RJSCB and in its name to do all acts and things required or provided by the provisions of the Agreement, and to execute and deliver all such additional certificates, documents and instruments, and to do all such further acts and things as may be necessary, or in the opinion of the officer or staff member so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the RJSCB with all of the terms, covenants and provisions of the Agreement and make the Agreement binding upon the RJSCB.

Second by Member of the Board Otero
Adopted 6-0 with Member Brown absent