

54633

DATE: January 12, 2017

TO: Board of Acquisition and Contract

FROM: Sherlita Amler, M.D.
Commissioner, Department of Health

SUBJECT: Authority for the County to enter into an agreement with Ardsley Bus LLC and Royal Coach Lines, Inc. concerning, and whereby the County will consent to, Ardsley Bus LLC assigning to Royal Coach Lines, Inc., effective January 1, 2017, a contract under which Ardsley Bus LLC was to provide the County with transportation of children with disabilities.

By a resolution approved on May 31, 2012, your Honorable Board authorized the County of Westchester (the “County”) to, among other things, enter into an agreement with Ardsley Bus LLC (“Ardsley Bus”), pursuant to which Ardsley Bus was to provide the County with transportation of children with disabilities, for the period from September 1, 2012 through August 31, 2017 (the “Agreement”). The Agreement was subsequently executed and was for a total amount not-to-exceed \$6,641,007.91, payable at a specified rate.

Ardsley Bus has advised the County that Ardsley Bus has been owned by Royal Coach Lines, Inc. (“Royal Coach Lines”) since December 24, 2012. By a letter dated December 27, 2016, Ardsley Bus informed the County that it was seeking to assign the Agreement to Royal Coach Lines, effective January 1, 2017.

However, under the Agreement, Ardsley Bus may not make such an assignment without the prior written consent of the County.

Therefore, the County respectfully requests authority from your Honorable Board to enter into an agreement with Ardsley Bus and Royal Coach Lines (the “Assignment Agreement”), pursuant to which:

- 1.) Ardsley Bus will assign to Royal Coach Lines, effective January 1, 2017, all of Ardsley Bus’s right, privilege, interest, obligation and duty of performance in, to, and under the Agreement (the “Assignment”);
- 2.) Royal Coach Lines will accept the Assignment from Ardsley Bus and, accordingly, agree to perform under the Agreement through the remainder of its term as if it were an original party thereto, with all terms and conditions of the Agreement remaining in

full force and effect; and
3.) the County will consent to the Assignment.

The proposed Assignment Agreement will serve a public purpose by ensuring that the County continues to receive the transportation services for children with disabilities from a qualified vendor with adequate staffing, and do so under the terms (including cost) of the Agreement that was procured in 2012.

The goal and objective of the proposed Assignment Agreement is to ensure that the County continues to receive the transportation services for children with disabilities from a qualified vendor with adequate staffing, and do so under the terms (including cost) of the Agreement that was procured in 2012.

The goal and objective of the proposed Assignment Agreement is in the best interests of the County in terms of health, as it will ensure that the County continues to receive from a qualified, adequately-staffed vendor the transportation services for children with disabilities that are needed by the County. The goal and objective of the proposed Assignment Agreement is also in the best interests of the County in terms of fiscal responsibility, as it will ensure that the County continues to receive the services at the costs that were agreed-upon as part of the Agreement that was procured in 2012.

The goal and objective of the proposed Assignment Agreement will be tracked and monitored by the staff of the Department of Health.

I respectfully recommend the adoption of the attached resolution.

SA/RR/MY/bdm/nn

RESOLUTION

Upon a communication from the Commissioner of the Department of Health, be it hereby:

RESOLVED, that the County of Westchester (the "County") is hereby authorized to enter into an agreement with Ardsley Bus LLC ("Ardsley Bus") and Royal Coach Lines, Inc. ("Royal Coach Lines"), pursuant to which:

- 1.) Ardsley Bus will assign to Royal Coach Lines, effective January 1, 2017, all of Ardsley Bus's right, privilege, interest, obligation and duty of performance in, to, and under Ardsley Bus's agreement with the County (the "Agreement"), pursuant to which Ardsley Bus was to provide the County with transportation of children with disabilities, for the period from September 1, 2012 through August 31, 2017, for a total amount not-to-exceed \$6,641,007.91 (the "Assignment");
 - 2.) Royal Coach Lines will accept the Assignment from Ardsley Bus and, accordingly, agree to perform under the Agreement through the remainder of its term as if it were an original party thereto, with all terms and conditions of the Agreement remaining in full force and effect; and
 - 3.) the County will consent to the Assignment.
- ; and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized to take such action and execute such documents as may be necessary and proper to effect the purposes hereof.

Account to be Charged/Credited

Fund	Dept	Unit	Object/ Sub Object/	Trust Account	Activity	Dollars
N/A						

Budget Funding Year(s): _____ Start Date: _____ End Date: _____
(must match resolution)

Funding Source: Tax Dollars _____
 State Aid _____
 Federal Aid _____
N/A Other _____
(must match resolution)