



Westchester Community College

State University of New York

69585

May 6, 2019

To: Board of Acquisition and Contract

From: Dr. Belinda S. Miles
President

Re: Authority to enter into a license agreement with Brooks Shopping Centers, LLC, to allow the placement of advertising at the Cross County Shopping Center, Yonkers, New York.

Authority is requested from your Honorable Board to authorize the County of Westchester, acting by and through Westchester Community College (the "College"), to enter into a license agreement (the "Agreement") with Brooks Shopping Centers, LLC ("Brooks"), acting by and through Macerich Management Company, its managing agent, for the placement of advertising at the Cross County Shopping Center, Yonkers, NY. Pursuant to the proposed agreement, the College will have the use of six (6) light pole banners and two (2) backlit advertising panels that will contain advertisements promoting the College. In addition, the College will have a booth for promotional displays during SummerFest events. The agreement shall commence on July 1, 2019 and shall expire on June 30, 2020. The College shall pay to Brooks a license fee of \$35,000 payable in monthly installments.

Pursuant to the terms of the proposed agreement, the College shall agree to indemnify, defend and hold Brooks harmless from and against any and all suits, actions, claims, demands, losses, costs, damages, liabilities, fines, expenses and penalties (including reasonable attorney's fees) arising out of (i) the College's or its independent contractors' or vendors' actual and alleged actions or non-actions, and (ii) the College's or its independent contractors' or vendors' breach of any representation, warranty, term, condition or performance of or under the agreement.

The Agreement is exempt from the operation of the Westchester County Procurement Policy pursuant to Section 3 (a) iv of the Policy.

The public purpose of this agreement is to allow the College to advertise its presence at the Cross County Shopping Center.

An appropriate resolution is attached for your approval.

BSM/jpi
Attachment

APPROVED BOARD OF ACQUISITION & CONTRACT - 05/30/2019 - JOAN COCCIARDI, SECRETARY

RESOLUTION

Upon a communication from the President of Westchester Community College, be it hereby

RESOLVED, the County of Westchester, acting by and through Westchester Community College (the "College"), is authorized to enter into a license agreement with Brooks Shopping Centers, LLC, acting by and through Macerich Management Company, its managing agent, for the use of six light pole banners and two backlit advertising panels that will contain advertisements promoting the College at the Cross County Shopping Center, Yonkers, NY. In addition, the College will have a booth for promotional displays during SummerFest events; and be it further

RESOLVED, that the agreement shall commence on July 1, 2019 and shall expire on June 30, 2020. The College shall pay to Brooks a license fee of \$35,000 payable in monthly installments; and be it further

RESOLVED, that the College shall agree to indemnify, defend and hold Brooks harmless from and against any and all suits, actions, claims, demands, losses, costs, damages, liabilities, fines, expenses and penalties (including reasonable attorney's fees) arising out of (i) the College's or its independent contractors' or vendors' actual and alleged actions or non-actions, and (ii) the College's or its independent contractors' or vendors' breach of any representation, warranty, term, condition or performance of or under the agreement.; and be it further

RESOLVED, that the County Executive or his authorized designee is hereby authorized to execute all instruments and take all actions reasonably necessary to implement this Resolution.

Account to be Charged/Credited	Fund	Dept.	Major Program, Program & Phase Or Unit	Object/ Sub Object	Trust Account	Dollars
	701	8216		4270		\$35,000

Budget Funding Year(s) Start Date: 7/1/2019 End Date: 6/30/2020
 (must match resolution)

Funding Source: Tax Dollars _____
 State Aid \$17,500
\$35,000 Federal Aid _____
 (must match resolution) Other \$17,500 (Tuition)

Contractor Federal I.D. No./
 Social Security No. : _____
 Vendor No. : _____
 Encumbrance No. : _____