



AG/Planning/Environmental

Committee Meeting

60 Central Ave.
Cortland, NY 13045
<http://www.cortland-co.org>

~ Agenda ~

Thursday, January 11, 2018

9:00 AM

Room 304

CALL TO ORDER

Attendee Name	Present	Absent	Late	Arrived
Board Member Donnell Boyden	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Committee Chair, Sandra Price	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Board Member Christopher Newell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Board Member Beau Harbin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Board Member Douglas Bentley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Board Member Michael K. Barylski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Board Member Kelly L. Fairchild-Preston	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

MINUTES

1. Ag/Planning/Environmental - Committee Meeting - Nov 2, 2017 10:00 AM

RESOLUTIONS

Cooperative Extension

ON MOTION OF PRICE

AGENDA ITEM NO. 1

Authorize Agreement Cortland County (Cornell Cooperative Extension)

WHEREAS, the 2018 Adopted Budget appropriated funds in the amount of \$294,000.00 for the operation of the Cornell Cooperative Extension of Cortland County programs, NOW THEREFORE BE IT

RESOLVED, that the Chair of the Legislature, upon review and approval by the County Attorney or designee, be and hereby is authorized to enter into an agreement with Cornell Cooperative Extension of Cortland County, AND BE IT FURTHER

RESOLVED, that the County Treasurer be and hereby is authorized and directed to pay the sum of \$294,000 in quarterly payments in the amount of \$73,500 to be paid in of January, April, July, and October, upon submittal of a voucher for payment, to the above named agency from account #A87505.54860, AND BE IT FURTHER

RESOLVED, that a maintenance in lieu of rent payment in the amount of seventy-three thousand seven hundred twenty-three dollars (\$73,723) is due to the County of Cortland as follows: The amount of eighteen thousand four hundred thirty dollars and seventy-five cents (\$18,430.75) is due within 15 days of the execution of this agreement and the amount of eighteen thousand four hundred thirty dollars and seventy-five cents (\$18,430.75 is due on the 15th day of April, July, and October, 2018, AND BE IT FURTHER

RESOLVED, that pursuant to Section 224 of the County Law, said agency shall render to the County Legislature a certified account of disbursements with verified or certified figures attached, AND

BE IT FURTHER

RESOLVED, that any unused amounts of said sums shall be refunded to the County of Cortland.

Cortland Transit

ON MOTION OF PRICE

AGENDA ITEM NO. 2

Accept Bid/Authorize Agreement - Patrick M. Carrier/MAC Tools - New York State Department of Transportation - Accelerated Transit Capital Award (ATC) SFY 2016-2017 - Contract No. C003761, Supplement #4, Pin # SAPV.00.001 - Planning Department

WHEREAS, Resolution No. 393-16 authorized Cortland County to sign the Accelerated Transit Capital Grant for funds to be used with a FTA eligible capital project that has a 10 year useful life span which excludes transit studies, preventative maintenance or capital administration expenses, AND

WHEREAS, Resolution No. 349-17 authorized Cortland County accept the New York State Mass Transportation Capital Project Supplement Contract Agreement #4, under Comptrollers Contract No. C003761 for the Accelerated Transit Capital Program (ATC) for SFY 2015-2016 and SFY 2016-2017 in the amount not to exceed \$79,005, AND

WHEREAS, First Transit has requested the purchase of Bus Support Equipment/Facilities Acquisition Yard Equipment to include a 15HP, 3 phase Duplex 120 gallon H Tank, Refrigerated Air Dryer 50CFM, AND

WHEREAS, the Planning Department received three written quotes for a 15HP, 3 phase Duplex 120 gallon H Tank; a Refrigerated Air Dryer 50CFM for the purchase under the Accelerated Transit Capital Award for SFY 2016-2017, PIN No. SAPV.00.001 as follows:

Patrick M. Carrier 2826 Snyder Hill Road Cortland, NY 13045	\$10,000.00
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Grainger 100 Grainger Parkway Lake Forest, IL 60045	\$11,174.52
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Northern Tool 2800 Southcross Drive West Burnsville, MN 55306	\$11,999.99
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. AND

WHEREAS, New York State Department of Transportation has approved the quotes and indicated the use of the lowest bidder, NOW THEREFORE BE IT

RESOLVED, that Chairman of the Legislature, upon review and approval by the County Attorney, is hereby authorized to sign an agreement with Patrick Carrier/MAC Tools, 2826 Snyder Hill Road, Cortland, NY 13045

ON MOTION OF PRICE

AGENDA ITEM NO. 3

Accept Bid/Authorize Agreement - Patrick M. Carrier/MAC Tools - New York State Department of Transportation Accelerated Transit Capital Award (ATC) SFY 2016-2017 - Contract No. C003761, Supplement #4, Pin # SAPV.00.001 - Cortland County Planning Department

WHEREAS, Resolution No. 393-16 authorized Cortland County to sign the Accelerated Transit Capital Grant for funds to be used with a FTA eligible capital project that has a 10 year useful life span which excludes transit studies, preventative maintenance or capital administration expenses, AND

WHEREAS, Resolution 349-17 authorized Cortland County accept the New York State Mass Transportation Capital Project Supplement Contract Agreement #4, under Comptrollers Contract No. C003761 for the Accelerated Transit Capital Program (ATC) for SFY 2015-2016 and SFY 2016-2017 in the amount not to exceed 79,005, AND

WHEREAS, First Transit has requested the purchase of Bus Support Equipment/Facilities Acquisition Yard Equipment to include a floor crane with hand pump and a 3 ton engine stand, AND

WHEREAS, the Planning Department received three written quotes for a floor crane with hand pump and a 3 ton engine stand for the purchase under the Accelerated Transit Capital Award for SFY 2016-2017, PIN No. SAPV.00.001 as follows:

Patrick M. Carrier \$15,400.00
2826 Snyder Hill Road
Cortland, NY 13045

Grainger \$18,564.00
100 Grainger Parkway
Lake Forest, IL 60045

ToolPan \$15,774.00
1220 S. Maple Avenue, Suite 605
Los Angeles, CA 90015

AND,

WHEREAS, New York State Department of Transportation has approved the quotes and indicated the use of the lowest bidder, NOW THEREFORE BE IT

RESOLVED, that Chairman of the Legislature, upon review and approval by the County Attorney, is hereby authorized to sign an agreement with Patrick Carrier/MAC Tools, 2826 Snyder Hill Road, Cortland, NY 13045

ON MOTION OF PRICE

AGENDA ITEM NO. 4

Accept Bid/Authorize Agreement - Empire Tractor - New York State Department of Transportation Accelerated Transit Capital Award (ATC) SFY 2016-2017 - Contract No. C003761, Supplement #4, Pin # SAPV.00.001 - Cortland County Planning Department

WHEREAS, Resolution No. 393-16 authorized Cortland County to sign the Accelerated Transit Capital Grant for funds to be used with a FTA eligible capital project that has a 10 year useful life span which excludes transit studies, preventative maintenance or capital administration expenses, AND

WHEREAS, Resolution No. 349-17 authorized Cortland County accept the New York State Mass Transportation Capital Project Supplement Contract Agreement #4, under Comptrollers Contract No. C003761 for the Accelerated Transit Capital Program (ATC) for SFY 2015-2016 and SFY 2016-2017 in

the amount not to exceed \$79,005, AND

WHEREAS, First Transit has requested the purchase of Bus Support Equipment/Facilities Acquisition Yard Equipment to include a Kubota Sub Compact Tractor with 60” deck mower and 55” snowblower attachments, AND

WHEREAS, the Planning Department received three written quotes for a Kubota Sub Compact Tractor with 60” mower deck and a 55” snowblower attachments for the purchase under the Accelerated Transit Capital Award for SFY 2016-2017, PIN No. SAPV.00.001 as follows:

Empire Tractor 638 Route 13 Cortland, NY 13045	\$16,735.00
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Goodrich Implement Johnson City, NY	\$17,980.00
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Powersports Company N8309 Kellom Road Beaver Dam, WI 53916	\$23,063.00
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, AND

WHEREAS, New York State Department of Transportation has approved the quotes and indicated the use of the lowest bidder, NOW THEREFORE BE IT

RESOLVED, that Chairman of the Legislature, upon review and approval by the County Attorney, is hereby authorized to sign an agreement with Empire Tractor, 638 Route 13, Cortland, NY 13045

ON MOTION OF PRICE

AGENDA ITEM NO. 5

Amend 2018 Budget for Accelerated Transit Capital (ATC) Program Grant Funding for SFY 2016-2017 New York State Department of Transportation - Planning Department

WHEREAS, the New York State budget includes \$20 million for the Accelerated Transit Capital (ATC) Program which provides Upstate public transportation providers the flexible use of capital funding to address transit system needs, including the opportunity to use ATC funds to reassign local capital funding to support current year operations, AND

WHEREAS, the ATC funds may be used with a FTA eligible capital project that has a 10 year useful life span which excludes transit studies, preventive maintenance or capital administration expenses, AND

WHEREAS, the amount of the ATC funding available to Cortland County for SFY 2016-2017 is \$57,429 which is based on the share of Statewide Mass Transportation Operating Assistance (STOA) program funding apportioned during State Fiscal Year (SFY) 2016-17, AND

WHEREAS, there is no cost to Cortland County, any required local match would be the responsibility of First Transit, Inc., AND

WHEREAS, Resolution 37-17 authorized the amending of the 2017 budget to reallocated the unspent funds into the 2017 budget, AND

WHEREAS, in order for Cortland County to continue with the New York State Accelerated Transit Capital (ATC) Program Grant Funding for SFY 2016-17 under the New York State

Department of Transportation into fiscal year 2018, NOW THEREFORE BE IT

RESOLVED, that the New York State Accelerated Transit Capital (ATC) Program Grant Funding for SFY 2016-17 under New York State Department of Transportation that was not expended under line at the end of 2017 fiscal year that the County Treasurer reallocate the unspent funds into the 2018 budget as follows:

Expense Line			
A56305-52030.16ATC	2016-17 Accelerated Transit Capital		+57,429.

Revenue Line			
A563044.44597.16ATC	2016-17 Accelerated Transit Capital	- 0	-(57,429)

ON MOTION OF PRICE

AGENDA ITEM NO. 6

Amend 2018 Budget for Accelerated Transit Capital (ATC) Program - Grant Funding for SFY 2015-2016 New York State Department of Transportation - Planning Department

WHEREAS, the New York State budget includes \$20 million for the Accelerated Transit Capital (ATC) Program which provides Upstate public transportation providers the flexible use of capital funding to address transit system needs, including the opportunity to use ATC funds to reassign local capital funding to support current year operations, AND

WHEREAS, the ATC funds may be used with a FTA eligible capital project that has a 10 year useful life span which excludes transit studies, preventive maintenance or capital administration expenses, AND

WHEREAS, the amount of the ATC funding available to Cortland County for SFY 2015-2016 is \$33,716 which is based on the share of Statewide Mass Transportation Operating Assistance (STOA) program funding apportioned during State Fiscal Year (SFY) 2015-16, AND

WHEREAS, there is no cost to Cortland County, any required local match would be the responsibility of First Transit, Inc., AND

WHEREAS, Resolution No. 38-17 authorized the amending of the 2017 budget to reallocated the unspent funds into the 2017 budget, AND

WHEREAS, in order for Cortland County to continue with the New York State Accelerated Transit Capital (ATC) Program Grant Funding for SFY 2015-16 under the New York State Department of Transportation into fiscal year 2018, NOW THEREFORE BE IT

RESOLVED, that the New York State Accelerated Transit Capital (ATC) Program Grant Funding for SFY 2015-16 under New York State Department of Transportation that was not expended under line at the end of 2017 fiscal year that the County Treasurer reallocate the unspent funds into the 2018 budget as follows:

Expense Line			
A56305-52030.15ATC	2015-16 Accelerated Transit Capital		+33,716

Revenue Line			
A563044.44597.15ATC	2015-16 Accelerated Transit Capital		-(33,716)

Planning Department

ON MOTION OF PRICE

AGENDA ITEM NO. 7

Amend 2018 Budget - Accept 2017-2018 NYS Office of Parks Recreation and Historic Preservation Snowmobile Trail Development and Maintenance Grant - Planning Department

WHEREAS, Cortland County under Section 27.17 of the New York State Parks, Recreation and Historic Preservation Law prepared a grant application for Snowmobile Trail Development and Maintenance for the period April 1, 2017 to March 31, 2018, AND

WHEREAS, New York State Office of Parks, Recreation and Historic Preservation has awarded Cortland County \$93,080 in grant funding for 2017-2018 Snowmobile Trail Development and Maintenance, AND

WHEREAS, New York State Office of Parks Recreation and Historic Preservation is providing the funding assistance in two payments, the first \$65,156 representing the 70% of the total will be advanced upon the completion the completion of the State Aid Voucher with the remaining \$27,924 representing the 30% of the total will be paid upon completion of the audit for the Phase III documentation being submitted to New York State Office of Parks, Recreation and Historic Preservation, AND

WHEREAS, the County will retain an administration fee of the grant award to retain the actual costs for administration expenses, up to 10%, for the period of April 1, 2017 to March 31, 2018, NOW THEREFORE BE IT

RESOLVED, that the chairman of the Legislature, upon review and approval by the County Attorney, is hereby authorized to accept the grant award in the amount of \$93,080, thus forwarding the New York State Aid Voucher in the amount of \$65,156 representing the first payment of 70% of the total grant award to the Chief Fiscal Officer for signature with the following adjustments to the 2018 budget, AND BE IT FURTHER

RESOLVED, that the 2018 budget be amended as follows:

	<u>Current</u>	<u>Change</u>	<u>Revised</u>
Expense			
A79895-54805.16SNW	\$0	\$93,080	\$93,080
Revenue			
A798943.43989.16SNW	\$0	-(93,080)	-(93,080)

ON MOTION OF PRICE

AGENDA ITEM NO. 8

Authorize 2018 Agreement - Cortland County and Southern Tier East Regional Planning Development Board - Planning Department

WHEREAS, a proposed agreement between Cortland County and the Southern Tier East Regional Planning Development Board for 2017 in the amount of \$10,000 have been received, AND

WHEREAS, funds for this payment of \$10,000 are included in the 2018 budget in account A80205.54040, NOW THEREFORE BE IT

RESOLVED, that the Chairman of this Legislature, upon review and approval by the County Attorney or Designee, be and hereby is authorized to enter into an agreement for 2018 with the Southern Tier East Regional Planning Development Board.

Authorize 2018 Agreement - Cortland County and Central New York Regional Planning & Development Board - Planning Department

WHEREAS, resolution 576-00, dated November 29, 2000 authorized the membership of Cortland County on the Central New York Regional Planning & Development Board, AND

WHEREAS, a proposed agreement between Cortland County and the Central New York Regional Planning & Development Board for 2018 in the amount of \$16,254.00 has been received, AND

WHEREAS, funds for this payment are included in the 2018 budget in A80205.54040, NOW THEREFORE BE IT

RESOLVED, that the Chairman of the Legislature, upon review and approval by the County Attorney or Designee, be and hereby is authorized to enter into an agreement for 2018 with the Central New York Regional Planning and Development Board.

Soil & Water Conservation District

DISCUSSION/REPORTS



AG/Planning/Environmental

Committee Meeting

~ Minutes ~

60 Central Ave.
Cortland, NY 13045
<http://www.cortland-co.org>

Thursday, November 2, 2017

10:00 AM

Room 304

Call to Order

The meeting was called to order at 10:05 AM by Chair James Denkenberger

Attendee Name	Title	Status	Arrived
Amy Cobb	District 2	Present	
Sandra Price	Vice Chair	Present	
Raylynn Knolls	District 7	Present	
James Denkenberger	Chair	Present	
Christopher Newell	District 11	Present	
Dan Dineen	Director of Planning	Present	
David Rutherford	Cornell Cooperative Extension	Present	
Amanda Barber	Soil and Water Conservation District	Present	
Gordon Wheelock	District 10	Present	
Karen Fuller	Deputy Clerk of the Legislature	Present	
Ann Hotchkin	7 Valley	Present	
Jackie Carlton Leaf	7 Valley	Present	

Minutes Approval

Ag/Planning/Environmental - Committee Meeting - Oct 12, 2017 10:00 AM

Discussion Items

Cornell Cooperative Extension

Mr. Rutherford reported there has not been any more progress regarding a potential move to Homer Avenue since the last meeting. He expressed appreciation to the County for its continued support of the programs they offer.

Executive Session

Discussion Items Continued

Potential Advertisement - First Transit

The Committee was provided a potential advertisement that would appear on the sides of First Transit buses if approved. The County Attorney explained that due to the topic she felt it should be vetted by the Committee. The Committee discussed the content and asked that the proposed advertiser consider rewording the advertisement.

Soil and Water Conservation District - November Report

Ms. Barber reported there will be a free Septic System Maintenance Workshop taking place November 8, 2017 at 7:00 p.m. at the Grange. Those attending will be provided the opportunity to receive a \$100 rebate for maintenance work completed on systems located in the County. There will be a tire collection event later this fall that will be for the larger sized and off-road tires (11R24.5 and larger). At this time a location has not been selected but it is assumed it will be at a centrally located highway department.

Minutes Acceptance: Minutes of Nov 2, 2017 10:00 AM (MINUTES)

Adjournment

The meeting was closed at 11:05 AM

Minutes Acceptance: Minutes of Nov 2, 2017 10:00 AM (MINUTES)

AGREEMENT

Made this ____ day of January, 2018 by and between the COUNTY OF CORTLAND, a municipal corporation of the State of New York, hereinafter referred to as the "*County*" and the CORNELL COOPERATIVE EXTENSION OF CORTLAND COUNTY, a non-profit corporation duly incorporated under the laws of the State of New York, hereinafter referred to as the "*Cornell Cooperative Extension of Cortland County*".

WITNESSTH:

WHEREAS, *Cornell Cooperative Extension of Cortland County* has been duly organized and has been approved by Cornell University, and

WHEREAS, the purpose of this agreement is to carry out in a legal and proper manner the provisions of Subdivision 8 of §224 of County Law of the State of New York Laws amended, and to provide for the expenditure of the money appropriated by the Legislature of *Cortland County* for the support and maintenance of the work of *Cornell Cooperative Extension of Cortland County* in said county and in the conduct of the extended educational programs of the New York State College of Agriculture and Life Sciences, the College of Human Ecology, and other units at Cornell University,

NOW, THEREFORE, IT IS MUTUALLY AGREED:

- **Association/University Agreement**

Cornell Cooperative Extension of Cortland County shall expend the funds in accordance with an agreement between *Cornell Cooperative Extension of Cortland County* and Cornell University as agent for the state for the cooperative management of the educational work of *Cornell Cooperative Extension of Cortland County* and the proper employment and supervisor of the staff employed therefore, and in accordance with the attached budget of the Association submitted to Cornell University and to the Finance Administrator of *Cortland County*. The budget may be amended by formal action of *Cornell Cooperative Extension of Cortland County*'s Board of Directors in consultation with the representative(s) of the *County of Cortland* and with Cornell University.

- **Annual Program Report**

Cornell Cooperative Extension of Cortland County shall render an annual program report to the County Auditor of the *County of Cortland* accounting for receipts, expenditures and financial condition of *Cornell Cooperative Extension of Cortland County*.

- **Executory/Nonexecutory**

It is understood that the aforementioned budget shall be considered to be executory only insofar as funds shall be made available therefore by the Legislature of the State of New York, the Federal Government and the *County of Cortland*.

In accordance with the provisions of Subdivision 8 of §224 of the County Law of the State of New York as amended, the agreement shall be non-executory until *Cornell Cooperative Extension of Cortland County* has effectuated an agreement with Cornell University.

▪ **Term**

The term of this agreement shall be January 1, 2018 through December 31, 2018.

▪ **Disbursement of Funds**

In consideration of the services to be performed by *Cornell Cooperative Extension of Cortland County*, the *County* agrees to pay to *Cornell Cooperative Extension of Cortland County* the sum of two hundred ninety-four thousand dollars (\$294,000) in payments as follows: The amount of seventy-three thousand five hundred dollars (\$73,500) upon the execution of this Agreement and the amount of seventy-three thousand five hundred dollars (\$73,500) on the first day of April, July and October 2018. However, prior to the payment of the second payment and each payment thereafter, *Cornell Cooperative Extension of Cortland County* shall submit to the *County* Auditor's Office an account of its disbursements on a form mutually agreed to by the *Cornell Cooperative Extension of Cortland County* and the *County*.

▪ **Rental Payments**

A Maintenance in lieu of Rent payment in the amount of seventy-three thousand seven hundred twenty-three dollars (\$73,723) is due to the *County of Cortland* as follows: The amount of eighteen thousand four hundred thirty dollars and seventy-five cents (\$18,430.75) is due within 15 days of the execution of this Agreement and the amount of eighteen thousand four hundred thirty dollars and seventy-five cents (\$18,430.75) is due on the 15th day of April, July and October, 2018.

▪ **Indemnification/Hold Harmless**

Cornell Cooperative Extension of Cortland County shall indemnify, defend and hold harmless the *County*, its departments, and its officers, employees, contractors, representatives and agents harmless from and against any and all claims, fines, demands, losses, damages and expenses, including attorney's fees, relating to or arising out of any negligent or intentional acts and/or omissions of the *Cornell Cooperative Extension of Cortland County* or any of its directors, officers, employees, contractors, representatives, or agents.

▪ **Independent Contractor**

Cornell Cooperative Extension of Cortland County, including all its officers, employees and agents, agrees that their relationship to the *County*, and any of its departments or units, is that of an Independent Contractor, and said Contractor covenants and agrees that they will not conduct themselves as, nor hold themselves out as, nor claim to be an officer or employee of the *County* by reason hereof, and that they will not claim, demand or make application to, or for any right or privilege applicable to an officer or employee of the *County*, including, but not limited to: Worker's Compensation coverage, unemployment insurance benefits, Social Security coverage, medical and dental benefits, or retirement membership or credit.

▪ **Insurance Requirements**

Cornell Cooperative Extension of Cortland County shall procure and maintain insurance satisfactory to *County* covering all locations and facilities operated or maintained by *Cornell Cooperative Extension of Cortland County* in the following coverage and amounts:

- A.) Comprehensive General Liability, including personal injury coverage of \$1,000,000 per occurrence - \$2,000,000 in the aggregate; property damage in the amount of \$500,000 per occurrence and \$1,000,000 in the aggregate.
- B.) Automobile coverage, with a combined single limit of \$1,000,000.
- C.) Statutory Workers' Compensation and Disability coverage.
- D.) Professional Liability Insurance in the amount of \$1,000,000, where applicable.
- E.) Unemployment Insurance Benefits as required by Statute.

Cornell Cooperative Extension of Cortland County shall submit, at the time of execution of this Agreement, certificates of insurance properly executed by an authorized representative of its insurance underwriter, evidencing such insurance policies to be in full force and effect, naming the *County* and its officers, employees, agents and representatives as additional insured.

Notice of termination of any such policies must be provided to the *County* at least thirty (30) days in advance. *Cornell Cooperative Extension of Cortland County* shall, on or before this thirty (30) day period, provide the *County* with a prospective Certificate of Insurance with the above coverage and limits for the balance of the term of this agreement.

All insurance coverage required to be purchased and maintained by *Cornell Cooperative Extension of Cortland County* under this Agreement, shall be primary for the defense and indemnification on any action or claim asserted against the *County* and/or *Cornell Cooperative Extension of Cortland County* for work performed under this agreement, regardless of any other collectible insurance or any language in the insurance policies which may be to the contrary.

▪ **Venues and Disputes**

The exclusive means of disposing of any dispute arising under a contract with *Cortland County*, which is not disposed of by Agreement, shall be decided in a New York State Court of competent jurisdiction located within Cortland County, New York. There shall be no right to binding arbitration. Pending final resolution of a dispute, the vendor must proceed diligently with contract performance. *Cornell Cooperative Extension of Cortland County* waives any dispute or claim not made in writing and received by the *County* within thirty (30) days of the occurrence giving rise to the dispute or claim. The claim must be in writing for sum certain, any money requested must be fully supported by all cost and pricing information.

▪ **Applicable Law**

This agreement shall be governed according to the laws of the State of New York.

▪ **Remedies**

The remedies specified herein shall be cumulative and in addition to any other remedies available at law or in equity. Waiver of a breach of any provision of this Agreement shall not constitute a waiver of any other or future breach of the same provision or any other provision of the entire Agreement. A New York State court of competent jurisdiction shall decide any dispute arising under this Agreement, which is not disposed of by Agreement. Venue for such litigation shall be Cortland County, New York. Pending final resolution of a dispute, Contractor must proceed diligently with Agreement performance.

▪ **Notice**

All notices of any nature referred to in this Agreement shall be in writing and sent by registered or certified mail, postage pre-paid, to the respective addressed set forth below or to such other addresses as the respective parties hereto may designate in writing:

To the *Cornell Cooperative Extension of Cortland County* (Contractor):

Susan Prier, Chairman of the Board
Cornell Cooperative Extension of Cortland County
60 Central Avenue – Room 105
Cortland, NY 13045

To the *County*:

Donnell Boyden
Chairperson of the Legislature
County of Cortland
60 Central Avenue
Cortland, NY 13045

▪ **Severability**

In the event any provision hereof shall be held for any reason to be illegal, invalid or unenforceable; such illegality, and invalidity or unenforceable shall not affect the remaining provision of this contract, which provisions shall continue in full force and effect.

▪ **Assignment**

Neither party may assign or sub-contract this contract, or any portion thereof, without prior written consent from the other part hereto.

▪ **Executory Clause**

County shall have no liability under this contract to *Cornell Cooperative Extension of Cortland County* or to anyone else beyond funds appropriated and available for this contract.

▪ **Records Retention and Audit**

Cornell Cooperative Extension of Cortland County agrees to retain all books, records and other documents relevant to this contract for six (6) years after expiration or termination of this contract; or six (6) years after final payment; whichever is later, unless otherwise directed, in writing. State Auditors and any persons duly authorized by the *County* shall have full access to and the right to examine any of said materials during said period. The following shall also apply (See NYS Education Disposition Schedule CO-2).

▪ **Attachments**

In the event *Cornell Cooperative Extension of Cortland County* utilizes this contract as a cover sheet to which it attaches its own form agreement as part of this contract, any conflicts between the terms contained within those two documents shall be resolved thus: The terms in this contract shall take precedence. Therefore, the terms in this contract are fully adopted as controlling between the *County* and *Cornell Cooperative Extension of Cortland County*, and any terms contained within *Cornell Cooperative Extension of Cortland County's* form agreement shall be considered null and void if such terms are in conflict with terms of this Agreement.

IN WITNESS WHEREOF the parties hereto have caused this Agreement to be duly signed and executed by the Chairperson of the County Legislature and by the Board President of the *Cornell Cooperative Extension of Cortland County*, the day and year first above written.

THE COUNTY OF CORTLAND

By: _____
Chairperson of the Legislature

Date: _____

**CORNELL COOPERATIVE EXTENSION
OF CORTLAND COUNTY**

By: _____
President, Board of Directors

Date: _____

Attachment: Agreement - support and maintenance - 2018 (5128 : Authorize Agreement Cortland County (Cornell Cooperative Extension))

AGREEMENT AR
(County Agreement)

MEMORANDUM OF AGREEMENT

Between the County of Cortland
and the
Cornell Cooperative Extension Association of Cortland County
concerning

PAYMENT OF COUNTY APPROPRIATIONS

Dated January 1, 2018

WHEREAS, (1) the Cornell Cooperative Extension Association of Cortland County has been duly organized and has been approved by Cornell University;

(2) the purpose of this agreement is to carry out in a legal and proper manner the provisions of Subdivision 8 of Section 224 of the County Law of the State of New York as amended, and to provide for the expenditure of the money appropriated by the County Legislature of Cortland County for the support and maintenance of the work of the Cooperative Extension (a statutorily recognized subordinate governmental agency) in said county and in the conduct of the extended educational programs of the New York State College of Agriculture and Life Sciences, the College of Human Ecology, and other units at Cornell University.

(3) the County of Cortland has appropriated \$ 294,000 for the Cooperative Extension program.

NOW THEREFORE, it is agreed by the parties hereto:

FIRST, that the Cornell Cooperative Extension Association shall expend the funds in accordance with an agreement between the Association and Cornell University as agent for the state for the cooperative management of the educational work of the Cornell Cooperative Extension Association and the proper employment and supervision of the staff employed therefore, and in accordance with the attached budget of the Association submitted to Cornell University and to the Treasurer of that county. The budget may be amended by formal action of the Association Board of Directors in consultation with the representative(s) of the County of Cortland and with Cornell University.

Attachment: Memorandum of Agreement - Payment of County Appropriations 2018 (5128 : Authorize Agreement Cortland County (Cornell

SECOND, that the Cornell Cooperative Extension Association shall render an annual program report to the County Auditor of said county accounting for receipts, expenditures, and financial condition of said Association.

THIRD, that funds appropriated by the County of Cortland shall be paid to the bonded treasurer of the Association in such manner as may be agreed upon by and between the parties hereto.

It is understood that the aforementioned budget shall be considered to be executory only insofar as funds shall be made available therefore by the Legislature of the State of New York, the Federal Government, and the County.

In accordance with the provisions of Subdivision 8 of Section 224 of the County Law of the State of New York as amended, this agreement shall be nonexecutory until the Association has effectuated an agreement with Cornell University.

IN WITNESS WHEREOF the parties hereto have caused this agreement to be duly signed and executed by the Chairperson of the County Legislature and by the President of the Cornell Cooperative Extension Association of Cortland County, the day and year first above written.

The County of Cortland By _____
Chairperson of the County Legislature
Date January 1, 2018

The Cornell Cooperative Extension Association of Cortland County
By _____, President
Date _____

Attachment: Memorandum of Agreement - Payment of County Appropriations 2018 (5128 : Authorize Agreement Cortland County (Cornell