



RESOLUTION No. 16-382

OF THE BOARD OF SUPERVISORS OF THE COUNTY OF NEVADA

RESOLUTION APPROVING AND AUTHORIZING THE CHAIR OF THE BOARD TO EXECUTE AMENDMENT NO. 1 TO THE AGREEMENT WITH CLIMATEC LLC TO INSTALL ENERGY EFFICIENCY IMPROVEMENTS AT VARIOUS NEVADA COUNTY FACILITIES AND TO OVERSEE A PROGRAM OF ENERGY CONSERVATION MEASURES AND SOLAR ENERGY GENERATION

WHEREAS, by Resolution 16-176 the Board of Supervisors approved and authorized the Chair of the Board to execute an Agreement with Climatec LLC for installation of energy efficiency improvements at various Nevada County Facilities and to oversee a program of energy conservation measures and solar energy generation; and

WHEREAS, the parties desire to amend the Agreement to provide for an extension of the contingency period for the County to secure financing for the projects.

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Supervisors approves and authorizes the Chair of the Board to execute, in substantially the form attached hereto, Amendment No. 1 to the Non-Solar Installation Agreement between the County of Nevada and Climatec LLC.

PASSED AND ADOPTED by the Board of Supervisors of the County of Nevada at a regular meeting of said Board, held on the 26th day of July, 2016, by the following vote of said Board:

Ayes: Supervisors Nathan H. Beason, Edward Scofield, Dan Miller, Hank Weston and Richard Anderson.

Noes: None.

Absent: None.

Abstain: None.

ATTEST:

JULIE PATTERSON HUNTER
Clerk of the Board of Supervisors

By: 


Dan Miller, Chair

7/26/2016 cc: Facilities*
AC*(hold)

8/16/2016 cc: Facilities
AC*(release)
Climatec LLC

**AMENDMENT TO NON-SOLAR INSTALLATION AGREEMENT
BETWEEN THE COUNTY OF NEVADA AND CLIMATEC LLC**

THIS AMENDMENT is executed this 26th day of July, 2016 by and between CLIMATEC LLC and COUNTY OF NEVADA ("Purchaser"). Said Amendment will amend the prior agreement between the parties entitled NON-SOLAR INSTALLATION AGREEMENT entered into on April 26, 2016 by Resolution No. 16-176.

WHEREAS, said Agreement provides for the parties to undertake a program that includes implementation of energy conservation measures at various County facilities; and

WHEREAS, pursuant to Section 32 of the Agreement, the Agreement may be terminated without cause in the event that Purchaser fails to obtain financing on or before June 30, 2016, subject to a provision that the parties may, by mutual agreement, extend that deadline by up to 30 days with the written mutual consent of the parties; and

WHEREAS, Purchaser expects to secure financing and Planning approvals on or about August 9, 2016 and the parties desire to extend the deadline for the Customer to secure financing;

NOW, THEREFORE, the parties hereto agree as follows:

1. This amendment shall be effective as of July 26, 2016.
2. That paragraph 32 shall be changed to the following:

This Agreement is expressly conditioned on Purchaser's ability to obtain private placement municipal bond financing on such terms and conditions that are acceptable to the Nevada County Board of Supervisors, in its sole discretion. This Agreement may be immediately terminated by Purchaser without cause should Purchaser, on or before August 31, 2016, fail to obtain financing approvals. If the Agreement is terminated pursuant to this Section 32, Purchaser and Climatec LLC shall have no obligation whatsoever to fulfill the terms and conditions of this Agreement and no payments whatsoever shall be due or payable to Installer under this Agreement or otherwise, and Installer shall not be entitled to damages of any kind, or any other remedy arising out of, or otherwise related to, the termination of this Agreement.

3. That in all other respects the prior agreement of the parties shall remain in full force and effect except as amended herein.

APPROVED AS TO FORM:
COUNTY COUNSEL

By:  _____

ATTEST:

By:  _____
Julie Patterson Hunter
Clerk of the Board of Supervisors

COUNTY OF NEVADA

By:  _____
Honorable Dan Miller
Chair of the Board of Supervisors

CLIMATEC LLC:

By:  _____