

RECORD OF RESOLUTIONS

Resolution No. 2016-Q

May 23, 2016

City of Bellbrook

Resolution No. 2016-Q

A Resolution Authorizing the City Manager to Execute an Amendment to the Full Service Street Lighting Agreement with Miami Valley Lighting, LLC.

WHEREAS, the City of Bellbrook executed a full service street lighting agreement with Miami Valley Lighting (MVLt) effective January 1, 2016; and

WHEREAS, this street lighting agreement contained terms for the conversion of high pressure sodium street lights to LED street lights; and

WHEREAS, the City of Bellbrook desires to convert all existing high pressure sodium street lights to LED street lights.

Now, Therefore, the City of Bellbrook Hereby Resolves:

Section 1. That the City Manager be authorized to execute the attached Addendum Agreement to the Full Service Street Lighting Agreement with MVLt. This addendum authorizes the conversion of 51 high pressure sodium street lights to LED street lights.

Section 2. That this resolution shall take effect and be in force forthwith.

Robert L. Baird, Mayor

Jami L. Kinion, Clerk of Council

ADDENDUM AGREEMENT TO THE FULL SERVICE STREET LIGHTING AGREEMENT

This HPS TO LED Conversion Agreement (“Conversion Agreement”) is entered into by and between the City of Bellbrook (the “City”) and **Miami Valley Lighting, LLC** (“MVLt”) effective _____.

Recitals

Whereas, the City is interested in converting some or all of MVLt’s existing Eligible HPS Luminaires in the City to LED Luminaries and MVLt is willing to undertake such conversions; and

Whereas, the City and MVLt have negotiated and agreed to terms and conditions under which such conversions will occur;

Now, therefore, the City and MVLt desire to enter into an HPS to LED Conversion Agreement containing terms and conditions under which MVLt shall perform such conversions.

Agreement

I. Coordination with Full Service Street Lighting Agreement.

The City and MVLt are parties to a Full Service Street Lighting Agreement (“Full Service Agreement”), dated effective January 1, 2016, and this Conversion Agreement is to be read in parallel with such Full Service Agreement. Nothing herein is intended to modify the terms and conditions of such Full Service Agreement. Provisions of the Full Service Agreement shall have the same force and effect in this Conversion Agreement including, as examples and not as a limitation, provisions relating to Definitions, Payment, Rights on Termination, Billing and Payment, Dispute Resolution, and all General and Miscellaneous provisions. Any provisions within this Conversion Agreement and the Full Service Agreement that may appear to be in conflict shall be interpreted to the extent reasonably possible to avoid a conflict.

This Conversion Agreement shall become effective as of execution and shall terminate on the same date that the Full Service Agreement terminates.

II. Conversion Program Provisions.

- (a) **Eligible HPS Luminaires.** The Conversion Agreement applies to the HPS cobra head Luminaires owned by MVLt and located within the City that are 5,800 lumen, 9,500 lumen, 16,000 lumen, 27,000 lumen luminaires, and one (1) 50,000 lumen HPS Luminaire. Together these are the “Eligible HPS Luminaires.”

- (b) Number of Eligible HPS Luminaires and Number Elected. The following table indicates the number of Eligible HPS Luminaires and the number of such Eligible HPS Luminaires that the City is electing to be converted.

cobra head HPS Luminaire Size	Number Eligible	Number Elected	Requested Timetable		
			Prior to 12/31/19	Between 1/1/20 and 12/31/22	After 12/31/2022 (no installation charge)
5,800 Lumen					
9,500 Lumen	24	24	24		
16,000 Lumen	9	9	9		
27,000 Lumen	17	17	17		
50,000 Lumen	1	1	1		

- (c) Replacement Wattage. Existing 5,800 lumen and 9,500 lumen HPS Luminaires will be replaced by 49 watt LED cobra head Luminaires. Existing 16,000 lumen HPS Luminaires will be replaced by 94 watt LED cobra head Luminaires. Existing 27,000 lumen HPS Luminaires and 50,000 lumen HPS Luminaire will be replaced by 215 watt LED cobra head Luminaires. (LED wattages are approximate.)
- (d) Timetable for Conversions. Unless the “After 12/31/2022 Option” is selected, all conversions will be completed on or before December 31, 2022. Attachment 1 sets forth a non-binding, aspirational timetable that establishes goals year by year in order to complete the conversion process by that time.
- (e) Location of Luminaires to be Converted and High-Priority Conversions. Attachment 2 shall identify the locations of those Eligible HPS Luminaires for which the City would place the highest priority for conversions. MVLt, in good faith, shall make such conversions a priority over other conversions, but the priority list shall not be treated as if it were a binding schedule for conversions. If the number elected in the Table above is less than the number eligible, Attachment 2 shall also separately list the location of all the Luminaires that are to be converted, and those Eligible HPS Luminaries that are not listed will not be converted and will not be part of this Conversion Agreement.
- (f) Installation Charge. As set forth in the Full Service Agreement.

[Signatures on next page]

IN WITNESS WHEREOF, the parties have set their hands on the dates written under the signature.

CITY OF BELLBROOK

Miami Valley Lighting, LLC

By: _____
Name Printed: _____
Title: _____
Date: _____

By: _____
Date: _____

APPROVED AS TO FORM:

By: _____
Name: _____
Title: Law Director
Date: _____

ATTACHMENT 1

YEAR-BY-YEAR GOALS FOR CONVERSIONS

Elected for Conversion	50	
Year	Conversion Goal for Year	Cum % Converted
2016	51	100%
2017		
2018		
2019		
2020		
2021		
2022*		

* All conversions to be complete by the end of 2022, unless the City has selected the “After 12/30/22” option for some or all conversions.

ATTACHMENT 2

Locations of

HIGH-PRIORITY CONVERSIONS

and

**Location of Conversions if Not All Eligible HPS
Luminaires Are To Be Converted**

Identify any particular high-priority locations by GPS location or street where City is most interested in having the conversion process begin and completed

If Not All Eligible HPS Luminaires Are To Be Converted:

List by GPS location those HPS Luminaires that are to be converted:

or “Not Applicable”

1.