

ID #113967

DATE: June 16, 2026

TO: Honorable Members of the Board of Acquisition and Contract

FROM: Hugh J. Greechan, Jr., P.E.
Commissioner of Public Works and Transportation

SUBJECT: Authorization for the County to consent to the assignment of Contract 19-922, dated November 22, 2019 as amended, for the operation of the County's Central Heating Plant in Valhalla, New York from Ameresco, Inc. to Neogenyx Fuels LLC for a term commencing on the execution of the assignment agreement and terminating on November 30, 2026 at 11:59 and 59.9999 seconds PM

On November 21, 2019, your Honorable Board approved a resolution authorizing the County of Westchester (the "County") to enter into Contract No. 19-922 with Ameresco, Inc. ("Ameresco") for the 24 X 7 operation of the County's Central Heating Plant (CHP) located on the County's Valhalla, New York campus for a five (5) year term commencing on December 1, 2019 in a total amount not to exceed \$4,962,894, with the County having the option to renew the agreement for one five (5) year renewal for an additional total amount not to exceed of \$5,533,287 (the "Initial Agreement"). The Initial Agreement was subsequently executed on November 22, 2019.

On November 14, 2024, your Honorable Board approved a resolution ("November 14th Resolution") authorizing the County to amend the Initial Agreement for the County to exercise its option to renew the term of the Initial Agreement for one five (5) year renewal period commencing on December 1, 2024 and terminating on November 30, 2029 for an additional total amount not to exceed of \$5,533,287, bringing the new total not to exceed amount to \$10,496,181. The November 14th Resolution also authorized the County amend the termination for convenience provision in the Initial Agreement so that instead of the County having the right to terminate the agreement on 9 months' notice after the payment of an early termination fee of \$150,000, the County will have the right to terminate the Agreement for convenience upon 6 months' notice with no early termination fee (the "First Amendment"). The First Amendment was subsequently executed on November 26, 2024.

The Initial Agreement and First Amendment are collectively hereinafter referred to as the "Agreement".

On May 21, 2026, the County mailed via overnight mail and pursuant to the terms of the Agreement a 6 month notice of termination terminating the Agreement as being in its best interest with the effective date of termination being November 30, 2026 ("Termination Notice").

Upon a communication from Ameresco, the County was informed that Ameresco intends to complete an internal reorganization under which it will transfer its renewable gas, landfill gas and related operations and maintenance services activities to its newly formed, majority-owned subsidiary Neogenyx Fuels LLC.

Pursuant to the terms of the Agreement, any assignment of the Agreement requires the written consent of the County.

The County is amenable to assignment the Agreement up to the termination date in the Termination Notice of November 30, 2026.

Therefore, authority is now required for your Honorable Board to consent to the assignment of the Agreement from Ameresco to Neogenyx Fuels LLC for the period from execution of the assignment to November 30, 2026.

Accordingly, I most respectfully recommend the adoption of the annexed proposed Resolution.

HG/ran

Encl.

RESOLUTION

Upon a communication from the Commissioner of the Department of Public Works and Transportation, be it hereby

RESOLVED, that the County of Westchester (the "County"), acting by and through its Department of Public Works and Transportation (the "Department"), is hereby authorized to consent to the assignment of Contract No. 19-922, dated November 22, 2019, for the 24 X 7 operation of the County's Central Heating Plant located on the County's Valhalla, New York campus, as amended by the first amendment to the Contract No. 19-922, dated November 26, 2024, (collectively referred to as the "Agreement") from Ameresco, Inc. to Neogenyx Fuels LLC for a term to commence upon the execution of the assignment and terminate on November 30, 2026 at 11:59 and 59.9999 seconds PM; and be it further

RESOLVED, that as a condition of the County granting its consent to the assignment, Neogenyx Fuels LLC will comply with all terms and conditions of the Agreement, and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized and empowered to execute and deliver any documents and take all actions necessary or appropriate to effectuate the purposes hereof.

Agreement No. 19-922

Account to be Charged/Credited	Fund	Dept.	Major Program, Program & Phase Or Unit	Object/Sub Object	Bond Act No.	Dollars
	101	46	3400	4380		N/A

Budget Funding Year(s): 2024-2026 Start Date: Dec. 1, 2024 End Date: Nov. 30, 2026
 (must match resolution)

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