

NASSAU COUNTY INTERIM FINANCE AUTHORITY

MEETING OF THE DIRECTORS

MINUTES OF NOVEMBER 24, 2020

The Directors' Meeting of the Nassau County Interim Finance Authority was convened on November 24, 2020 at 6:17 PM via public zoom audio and visual teleconference, pursuant to legal notice given on November 17, 2020 and electronic notice posted on the Authority's website.

Directors: Adam Barsky, Chairman
Paul Annunziato
Paul Leventhal
Lester Petracca
Howard Weitzman
Christopher Wright

Absent:

Staff: Evan Cohen, Executive Director
Carl Dreyer, Treasurer
Kathleen Stella, Corporate Secretary
Jeremy Wise, General Counsel
Martha Worsham, Deputy Director

Call to Order/Roll Call

The meeting was called to order at 6:17 PM.

Chairman Barsky requested that the Agenda for November 24, 2020 be approved. Upon a motion made by Director Leventhal and seconded by Director Petracca, the Agenda was approved.

1. Re-adoption of the Minutes of the Directors' Meeting on September 10, 2020

After noting that Metro paving was inadvertently omitted from the previous minutes adopted on October 15, 2020, the Directors were requested to approve the updated minutes to include Metro Paving.

Upon a motion made by Director Leventhal and seconded by Director Weitzman, the Directors re-adopted the minutes from the meeting on September 10, 2020.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-247

RE-ADOPTION OF THE MINUTES AND RATIFICATION OF ACTIONS TAKEN AT
THE SEPTEMBER 20, 2020 MEETING OF THE DIRECTORS OF THE NASSAU
COUNTY INTERIM FINANCE AUTHORITY

RESOLVED, that the Minutes of the meeting of the Authority held on September 10, 2020 are hereby re-adopted and all actions taken by the Directors present at such meeting, as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Authority.

2. Approval of the Minutes of the Director's Meeting on October 15, 2020

Upon a motion made by Director Leventhal and seconded by Director Annunziato, the Directors approved the minutes from the meeting on October 15, 2020.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-248

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE
OCTOBER 15, 2020 MEETING OF THE DIRECTORS OF THE NASSAU COUNTY
INTERIM FINANCE AUTHORITY

RESOLVED, that the Minutes of the meeting of the Authority held on October 15, 2020 are hereby approved and all actions taken by the Directors present at such meeting, as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Authority.

3. Consideration of County Contract for the Brookville Center for Children's Services, Inc.

Martha Worsham, NIFA's Deputy Director gave a briefing on the contract and stated that the contract term was for five years. After the briefing the Directors were requested to approve the County Contract for the Brookville Center for Children's Services, Inc

Upon a motion made by Director Leventhal and seconded by Director Weitzman, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-249

CONSIDERATION OF COUNTY CONTRACT FOR BROOKVILLE CENTER FOR CHILDREN’S SERVICES, INC.

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County’s Contract for Brookville Center for Children’s Services, Inc.in the amount of \$100,000,000; and be it further

RESOLVED, that NIFA’s approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any borrowing for this project(s); and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

4. Consideration of County Contract for the United Cerebral Palsy Association of Nassau County, Inc. dba CP Nassau Association of Nassau County

Ms. Worsham gave a briefing on the contract and indicted that the term of the contract was for five years. The Directors were requested to approve the County Contract for the United Cerebral Palsy Association of Nassau County, Inc. dba CP Nassau Association of Nassau County.

Upon a motion made by Director Wright and seconded by Director Leventhal, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-250

CONSIDERATION OF COUNTY CONTRACT FOR UNITED CEREBRAL PALSY ASSOCIATION OF NASSAU COUNTY, INC. DBA CP NASSAU ASSOCIATION OF NASSAU COUNTY

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County's Contract for United Cerebral Palsy Association of Nassau County, Inc. dba CP Nassau Association of Nassau County in the amount of \$20,000,000; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any borrowing for this project(s); and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

5. Consideration of County Contract for Bilinguals, Inc. dba Achieve Beyond

Ms. Worsham gave a briefing of the contract and indicated the contract was for five years. The Directors were requested to approve the County Contract for Bilinguals, Inc. dba Achieve Beyond.

Upon a motion made by Director Weitzman and seconded by Director Petracca, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-251

CONSIDERATION OF COUNTY CONTRACT FOR BILINGUALS, INC. DBA ACHIEVE BEYOND

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County's Contract for Bilinguals, Inc. dba Achieve Beyond in the amount of \$5,000,000; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any borrowing for this project(s); and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

6. Consideration of County Contract for 801 Axinn Co., LLC

After a briefing given by Ms. Worsham, the Directors were requested to approve the County Contract for 801 Axinn Co., LLC.

Upon a motion made by Director Wright and seconded by Director Leventhal, the Directors approved the following resolution. Director Weitzman abstained

Positive votes: 5 Negative votes: 0 Abstention: 1

RESOLUTION NO. 20-252

CONSIDERATION OF COUNTY CONTRACT FOR 801 AXINN CO., LLC.

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County’s Lease for 801 Axinn Co., LLC. which is projected to cost \$20,650,786.35; and be it further

RESOLVED, that NIFA’s approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

7. Consideration of County Contract for Welsbach Electric Corp., L.I.

After a briefing given by Ms. Worsham, the Directors were requested to approve the County Contract Welsbach Electric Corp., L.I.

Upon a motion made by Director Petracca and seconded by Director Leventhal, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-253

CONSIDERATION OF COUNTY CONTRACT FOR WELSBACH ELECTRIC CORP., L.I.

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County’s Contract for Welsbach Electric Corp., L.I. which is projected to cost \$13,500,000; and be it further

RESOLVED, that NIFA’s approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

8. Consideration of County Contract for Raj Technologies Inc.

After a briefing given by Ms. Worsham, the Directors were requested to approve the County Contract for Raj Technologies Inc.

Upon a motion made by Director Leventhal and seconded by Director Annunziato, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-254

CONSIDERATION OF COUNTY CONTRACT FOR RAJ TECHNOLOGIES INC.

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County’s Contract for Raj Technologies Inc. which is projected to cost \$5,000,000; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

9. Consideration of County Contract for SVAM International, Inc.

After a briefing given by Martha Worsham, NIFA's Deputy Director, the Directors were requested to approve the County Contract for SVAM International, Inc.

Upon a motion made by Director Wright and seconded by Director Leventhal, the Directors approved the following resolution.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-255

CONSIDERATION OF COUNTY CONTRACT FOR SVAM INTERNATIONAL, INC.

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County's Contract for SVAM International, Inc. which is projected to cost \$10,000,000; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

Executive Session

Chairman Barsky announced that the Directors meeting will temporarily adjourn and go into Executive session to discuss contracts.

Upon a motion made by Director Weitzman and seconded by Director Petracca the

Directors meeting was temporarily adjourned.

Positive votes: 6 Negative votes: 0

RESOLUTION NO. 20-256

EXECUTIVE SESSION - PURSUANT TO SECTION 105 OF THE PUBLIC OFFICERS LAW

RESOLVED, that pursuant to Section 105 of the Public Officers Law, the Directors of the Nassau County Interim Finance Authority shall convene in Executive Session for the purpose of discussing contracts pursuant to article fourteen of the civil service law.

* * *

At 6:50 PM the open session of the Directors meeting was temporarily adjourned, and an Executive Session of the Directors was convened.

At 10:25 PM a motion was made by Director Weitzman and seconded by Director Leventhal to come out of Executive Session and resume the Directors meeting.

Positive votes: 6 Negative votes: 0

Reconvened

Director Wright noted that no votes were taken in the Executive Session and reconvened the Directors' meeting.

10. Consideration of Nassau Health Care Corporation ("NHCC") Contract for Allscripts Healthcare LLC

The Directors were requested to approve the County Contract for Nassau Health Care Corporation Contract for Allscripts Healthcare LLC.

Director Wright noted that Director Annunziato was not present to vote.

Upon a motion made by Director Wright and seconded by Director Petracca, the Directors approved the following resolution. Director Weitzman recused himself.

Positive votes: 4 Negative votes: 0 Recusal: 1

RESOLUTION NO. 20-257

CONSIDERATION OF COUNTY CONTRACT FOR ALLSCRIPTS HEALTHCARE LLC

WHEREAS, NIFA would not have entertained the Allscripts contract at this meeting given the way it was handled by NHCC; however, the situation presented to us by NHCC was that if NIFA didn't immediately approve the contract it could be disruptive to the Hospital's operations;

NOW THEREFORE, BE IT RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves NHCC's Contract for Allscripts Healthcare LLC which is projected to cost \$56,000,000; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

Director Wright made a motion to adjourn, which was seconded by Director Leventhal. The Director's meeting was adjourned at 10:30 PM.

Respectfully submitted,

Kathleen Stella
Corporate Secretary